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DONALD BRAVERMAN & ASSOCIATES INC.

2031 N.W. 82ND WAY
SUNRISE, FL 33322

City/State/Zip

Phone #

FILED SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 18 AM 8:58

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. _____
(Corporation Name) (Document #)
- 2. _____
(Corporation Name) (Document #) **800003258158--1**
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NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

N/C

V. SHEPARD JUN 1 2000

Examiner's Initials

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

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Richie Watches, Inc.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

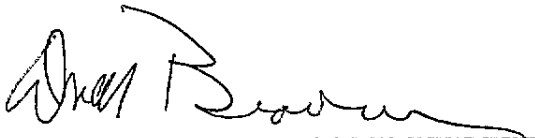
ARTICLE I NAME

The name of the Corporation shall be changed to:

" Rich Watches, Inc. "

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

The Amendment was adopted by the InCorporator. No Shareholder action was required.



Donald Braverman
InCorporator.

MAY 15, 2000

Adopted Date