



THE UNITED STATES
CORPORATION
COMPANY

P00000050941

ACCOUNT NO. : 072100000032

REFERENCE : 726196 11576A

AUTHORIZATION :

Patricia Pizzuto

COST LIMIT : \$ 43.75

FILED
JUN - 9 PM 3:55
TALLAHASSEE, FLORIDA

ORDER DATE : June 9, 2000

ORDER TIME : 10:56 AM

ORDER NO. : 726196-005

CUSTOMER NO: 11576A

300003282583--5

CUSTOMER: Kenneth G. Lancaster, Esq
King, Leavy & Lancaster
Suite 301
5975 Sunset Drive
South Miami, FL 33143

Name
Change
Amend

DOMESTIC AMENDMENT FILING

NAME: VLSL, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
XX RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

EXAMINER'S INITIALS:

RECEIVED
JUN - 9 PM 12:11
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ADR
6/9/00

AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
VLSL, INC.

The undersigned being all of the shareholders of the corporation amend the original Articles of Incorporation as follows:

ARTICLE I - NAME

The name of the corporation is changed to: BOOK EARN BOOK EXCHANGE, INC.

ARTICLE II - ADDRESS

The principal address of this corporation is: 10507 S.W. 40th St., Miami, Florida 33165.

The effective date of this amendment is JUNE 7, 2000.

THE SHAREHOLDERS AND OFFICERS affix their signatures hereto on the date set forth next to their names:

Susan Loiacono Pres.
SUSAN LOIACONO, President, and
Sole Shareholder

DATE: 6/7/00

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

7th day of June, 2000, by SUSAN LOIACONO, President of the above Corporation, who is personally known to me or who has produced no identification.

NOTARY PUBLIC:

Sign: Vivian G. Cerione

Print: Vivian G. Cerione

STATE OF FLORIDA AT LARGE (Seal)
My Commission Expires:

F:\USER\WANCY\NC\LOIACONO.AMD

