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| Certified Copies | _ Certificates | of Status |
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| Special Instructions to | Filing Officer: | |
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Office Use Only



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SECRETARY OF STATE OF CORPORATION OF CORPORATION

amendment & Name Change) LFT 2-4-03

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

SECRETARY OF STATE DIVISION OF CORPORATIONS
2003 JAN 27 AM 9: 42

| UNLIMITED | IMAGES, | INC. |
|----------------|------------|------------------------------|
| (present name) | | |
| | | |
| | P000000 | |
| (Docum | ient Numbe | er of Corporation (If known) |

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)

PLEASE CHANGE OUR CORPORATION NAME FROM UNLIMITED IMAGES, INC.

TO:

C & P MERCHANDISING, INC.

PLEASE REMOVE PEGGY SHAFER AS VICE-PRESIDENT AND RESIDENT AGENT

PLEASE CHANGE RECORDS TO REFELCT CARLY HOLBROOK AS RESIDENT AGENT.

CARLY HOLBROOK 5150 DECEMBER LANE BROOKSVILLE, FL 34604

(Registered signature and acceptance is attached)

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:

To Whom It May Concern:

This is to verify that I, Carly Holbrook, hereby accept the appointment of Resident Agent for C & P Merchandising, Inc. I am familiar with and accept the obligations of this position.

Carly Holbrook

5150 December Lane

Brooksville, Fl 34604

352-796-2199

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| THIRD: | The date of each amendment's adoption: DECEMBER 16, 2002 | | | |
|------------------------|---|--|--|--|
| FOURTH | : Adoption of Amendment(s) (CHECK ONE) | | | |
| | The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval. | | | |
| | The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s): | | | |
| | "The number of votes cast for the amendment(s) was/were sufficient for approval by" | | | |
| | (some Broah) | | | |
| Ξ | The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required. | | | |
| X | The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required. | | | |
| | Signed this 16TH day of DECEMBER . 2002 | | | |
| Signature | Carl Shalin | | | |
| | (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders) | | | |
| OR | | | | |
| | (By a director if adopted by the directors) | | | |
| | OR | | | |
| | (By an incorporator if adopted by the incorporators) | | | |
| | CARL SHAFER | | | |
| - | (Typed or printed name) | | | |
| PRESIDENT/INCORPORATOR | | | | |
| (Title) | | | | |