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LAW OFFICES
RYAN & RYAN, P.A.
THIRD FLOOR
700 EAST DANIA BEACH BOULEVARD
DANIA BEACH, FLORIDA 33004-3090

ARCHIE J. RYAN, III
TIMOTHY M. RYAN
CHRISTOPHER J. RYAN
MICHAEL S. BENDER

TELEPHONE (954) 920-2921
FACSIMILE (954) 921-1247

April 4, 2001

VIA: FEDEX

Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, Florida 32399

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-04/05/01--01052--003
*****43.75 *****43.75

Re: Articles of Amendment to Articles of Incorporation
LAUDERHILL BUY WISE SHOES, INC.
Our File Number : 16803-C


Gentlemen:

Enclosed please find an original and one copy of Articles of Amendment to Articles of Incorporation of Lauderhill Buy Wise Shoes, Inc., together with our Trust Account Check Number 13979, payable to the Department of State in the sum of \$43.75, in payment of the following:

Filing Fee	\$ 35.00
Certified Copy	<u>8.75</u>
Total:	\$ 43.75

Please return the certified copy of the Articles of Amendment to the undersigned

Very truly yours,


ARCHIE J. RYAN III

AJR-III:lr
Encls.

FILED
01 APR -5 AM 9:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

T. LEWIS APR 10 2001

**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF
LAUDERHILL BUY WISE SHOES, INC.**

The following Amendment to the Articles of Incorporation of LAUDERHILL BUY WISE SHOES, INC. were adopted by all of the stockholders of the corporation on April 4, 2001.

ARTICLE VIII - DIRECTORS

The names and addresses of the Board of Directors of the corporation who shall hold office for the next year, or until their successors are elected and have qualified, shall be:

MUTAZ TAKIDIN
1417 NW 40 Avenue
Lauderhill, Florida 33313

FILED
01 APR -5 PM 9 48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE XII - OFFICERS (New Article)

The names and addresses of the Officers of the corporation who shall hold office for the next year, or until their successors are elected and have qualified, shall be:

President	-	MUTAZ TAKIDIN 1417 NW 40 Avenue Lauderhill, Florida 33313
Secretary	-	MUTAZ TAKIDIN 1417 NW 40 Avenue Lauderhill, Florida 33313
Treasurer	-	MUTAZ TAKIDIN 1417 NW 40 Avenue Lauderhill, Florida 33313

In all other respects, the Articles remain the same.

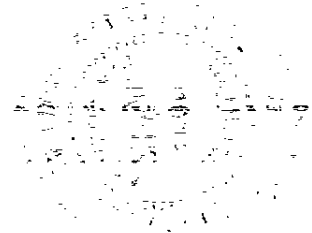
DATED at Dania Beach, Florida, this 4th day of April, 2001.

LAUDERHILL BUY WISE SHOES, INC.

By: 
MUTAZ TAKIDIN, President

ATTEST:



MUTAZ TAKIDIN, Secretary



STATE OF FLORIDA)
)
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day, before me an officer duly authorized to administer oaths and take acknowledgments, personally appeared MUTAZ TAKIDIN, known to me to be the President and Secretary respectively of LAUDERHILL BUY WISE SHOES, INC., a Florida corporation, the corporation in whose name the foregoing instrument was executed, and that he severally acknowledged executing the same for such corporation, freely and voluntarily, under authority duly vested in him by said corporation, and that the seal affixed thereto is the true corporate seal of said corporation, that I relied upon the following form of identification of the above-named person: Florida Driver License and that no oath was taken.

WITNESS my hand and official seal in the County and State last aforesaid this 4th day of April, 2001.



Notary Public, State of Florida

My Commission Expires:

