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BASIC AMENDMENT

DS WORLDWIDE, INC.

Certificate of Status	1
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April 16, 2004

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DS WORLDWIDE, INC. 6901 NW 7 ST. PLANTATION, PL 33317

SUBJECT: DS WORLDWIDE, INC.

REF: P01000023678

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Michelle Milligan Document Specialist FAX Aud. #: H04000080764 Letter Number: 104A00025201 (H04000080764 3)

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

 DS WORLDWIDE, 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 III - PURPOSE

The corporation is organized for the sole and only purpose of the operation of IBO # 0446314 as permitted under the laws of the United States and the State of Florida.

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:

O4 APR 16 PM 12: 36
SECRETARY OF STATE

(H04000080764 3)

THIRD:	The date of each amendment's adoption: 4/15/04	
FOURTH:	Adoption of Amendment(s) (CHECK ONE)	
The anienc	Imont(s) was/were approved by the shareholders. The number of votes cast for the nt(s) was/were sufficient for approval.	
□ The amend statement amendmen	ment(s) was/were approved by the shareholders through voting groups. The following must be separately provided for each voting group entitled to vote separately on the nt(s):	
	"The number of votes cast for the amendment(s) was/were sufficient for approval by	
	voting group	
	ment(s) was/were adopted by the board of directors without shareholder action and er action was not required.	
	ment(s) was/were adopted by the incorporators without shareholder action and shareholder s not required.	
Signed this/	Lavenand Joshans	
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the sharcholders)		
	OR	
(By a director if adopted by the directors)		
	OR	
	(By an incorporator if adopted by the incorporators)	
-	DAVENAND DOODNAUTH Typed or printed name	
	PRESIDENT	