

P01000053976

VIDEO'S + PLUS, INC.
6299 WEST SUNRISE BLVD.
#101-103
SUNRISE, FL. 33313
954-584-9999

FILED

01 JUL 27 AM 11:57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To: Division of Corporations
From: Rodney E. Cliff
Re: Articles of Amendment & Change of Registered Agent.

100004502621--7
-07/27/01--01079--007
*****35.00 *****35.00

To whom it may concern,

Enclosed you will find an amended Articles of Amendment & amended Registered agent, along with a check for \$35.00. Thank you in advance for your help in this matter.

Yours Truly,



Rodney E. Cliff

Amend
8-3-01
RHS

**ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of
VIDEO'S + PLUS, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: Amendments adopted:

ARTICLE 5 - OFFICERS

The officers of the Corporation shall be:

President:	Rodney E. Cliff
Vice-President:	Rodney E. Cliff
Secretary:	Rodney E. Cliff
Treasurer:	Rodney E. Cliff

whose addresses shall be the same as the principal office of the Corporation.

ARTICLE 13 - REGISTERED OFFICE AND REGISTERED AGENT

The address of registered office of this Corporation is VIDEO'S + PLUS, INC., located at 6299 West Sunrise Blvd. #101-103, Sunrise, Fl. 33313. The name and address of the registered agent of this Corporation is RODNEY E. CLIFF, 6299 West Sunrise Blvd. #101-103, Sunrise, Fl. 33313.


SECOND: The date of adoption of the amendments was: July 23, 2001

THIRD: Adoption of Amendments:

The amendments were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval.

Signed this 23 day of July, 2001

VIDEO'S + PLUS, INC.

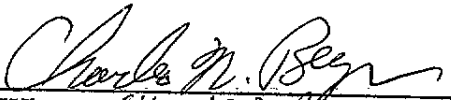

Rodney E. Cliff, President


**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

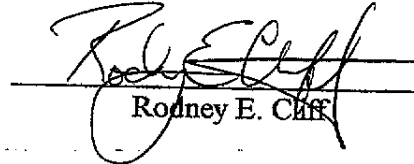
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#101-103
Sunrise, FL. 33313

Rodney E. Cliff, having a business address identical with the registered office of the Corporation name above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.

DATED: July 23, 2001


Witness Charles M. Beyer


Witness Ian GARDNER


Rodney E. Cliff