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CORPORATION NAME(S) & DOCUM	MENT NUMBER(S), (i	·	
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NEW FILINGS	<u>AMENDMENTS</u>		18 O
Profit Not for Profit Limited Liability Domestication Other	Amendment Resignation of F Change of Regis Dissolution/Wit Merger		FILED OCT 25 AM IO: 52 CRETARY OF STATE LAHLASSEE. FLORID.
OTHER FILINGS	REGISTRATION/0	<u>QUALIFICATION</u>	NTE A
Annual Report Fictitious Name	Foreign Limited Partners Reinstatement Trademark Other	ship Aners Spay	2

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10/26/01

Examiner's Initials

FILED

01 OCT 25 AM 10: 52

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

SEGRETARY OF STATE TALLAHASSEE, FLORIDA

Camera outlet inc.
(present name)
(Document Number 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)
Article 5 shell read
President: I Srael yoran Epstein, 9252 Palm Free Do. Windows
vice president: david 41 Frach. 8017 Citron Court
orlando FL 32819
tuis Procritary: Luis Paddilla 4627 eagle LN.
KISSIMMER FL 34746
ARTICLE VII Shell read! Israel Epstein. 922 Palm Free
Dr. Windermere FL 34786.

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:

Article 4 reads: 100 shares divided as follows; 50 shares to David YiFRACh. 8017 citron count orlandor
72819.
50 sheres to Israel Epstein. 9252 Palm tree Dr. mindermere FL 34786

THIRD:	The date of each amendment's adoption: $10-23-01$
	: Adoption of Amendment(s) (CHECK ONE)
V	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 vot separately on the amendment(s):
	"The number of votes cast for the amendment(s) was were sufficient (voting group)
_	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this 23 day of 000 , 200 .
Signature	mati Ol
	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by
	Israel Epstein
	OR (By a director if oders all the state of
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	TSrael Epstein (Typed or printed name)
	Pres.
	(Title)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as

ISCAE

(Signature of Registered Agent)

[Coate]

If signing on behalf of an entity:

-

(Typed or Printed Name)

(Capacity)

* * * FILING FEE: \$35.00 * * *

CR2E045(9/00)

DIVISION OF CORPORATIONS

P.O. Box 6327

TALLAHASSEE, FL 32314