- Law Office ----

CHARLES F. KLINE, P.A.

- A Professional Association —

Charles F. Kline, P.A. Member Florida & Pennsylvania Bars

Andrea Stein, Paralegal

Lake Worth, Florida 33460 000544

September 25, 2001

600004616156--2 -09/28/01--01036--003 *****35.00 *****35.00

831 N. Dixie Hwy.

Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Re: Closeouts Concepts. Com, Inc.

Dear Sir or Madam:

Enclosed please find the Articles of Amendment to Articles of Incorporation Close Out Concepts.Com, Inc. There is a check in the amount of \$35.00 for the filing fee.

Thank you.

Respectfully,

Charles F. Kline, Esquire

CFK/as

Enclosure

60/2000 36.0%

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

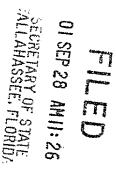
Close Out Concepts.Com, Inc.
(present name)

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:

FTRST: Amendment(s) adopted: (indicate article number(s) being amended,added or deleted)

Article I - NAME: The name and address of this corporation shall be:

Closeouts Concepts. Com, Inc. 3450 South Ocean Blvd. Palm Bëach, FL 33480



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:

THIRD: T	he date of each amendment's adoption: 7/25/01
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"
	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.
Si Signature _	gned this day
	the shareholders)
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
:	Ami Phillippe De La Mer Typed or printed name
	President
	Title

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