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Account Name : EMPIRE CORPORATE KIT COMPANY

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SECRETARY OF STATE
ARLAHASSEE, FLORDA

BASIC AMENDMENT

I. KOLEN'S, INC.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 10, 2002

I. KOLEN'S, INC. 2544 S.W. 30 AVE. PEMBROKE PARK, FL 33009

SUBJECT: I. KOLEN'S, INC.

REF: P01000090324

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.

The document must also contain the address of the registered agent which must be at a Florida street address.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6906.

Darlene Connell Corporate Specialist FAX Aud. #: H02000149525 Letter Number: 102A00037980

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION I. KOLEN'S INC.

REF. NUMBER: P01000090324

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts The following articles of amendment to its articles of incorporation:

FIRST: Amendment adopted: Article VIII: Directors & Officers

The name(s) of the new directors of this corporation is(are):

Abadie Bergazyn 2544 SW 30 Ave. Pembroke Park, Fl. 33009.

President-Secretary

SECOND: Amendment adopted: Article VI: Principal Office and Article XI: Registered Office and Agent.

> The principal office is 2544 SW 30 Ave. Pembroke Park, Fl. 33009. The new registered agent name & address is: Abadie Bergazyn, 2544 SW 30 Ave. Pembroke Park, Ft. 33009.

This amendment was adopted on June 6, 2002. The shareholders and directors with unanimous votes approved the amendment. The number of votes cast for the amendment was sufficient for approval. Signed this 6th of June, 2002.

Secretary

I hereby am familiar with and accept the duties and responsibilities as

registered agent for said corporation

Miami/Florida June 6, 2002

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PREPARED BY:

CARLOS SOLANIO 1235 Alton Road

Miani Beach, Fl. 33139