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ADAM R. SCHIFFMAN

August 9, 2002

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

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*****43.75 *****43.75

RE: City to City, Inc.

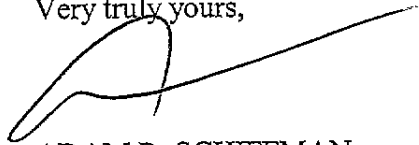
Dear Sir or Madam:

Enclosed for filing is the original and one copy of the Articles of Amendment to Articles of Incorporation for the above-referenced corporation.

Enclosed also is my check in the amount of \$43.75 which covers the fee for filing and a certified copy. Please return the certified copy of the Articles of Amendment to the undersigned, using the enclosed self-addressed, as soon as possible.

Your early attention to this matter will be appreciated.

Very truly yours,



ADAM R. SCHIFFMAN

ARS:sk
encls.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

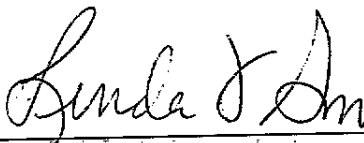
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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
CITY TO CITY, INC.**

1. The name of the corporation is CITY TO CITY, INC.
2. The Articles of Incorporation of the Corporation were filed with the Florida Department of State on December 13, 2001 under Document Number P01000118664.
3. The following amendments to the Articles of Incorporation were adopted by unanimous consent of the corporation's Shareholders and Directors on June 21, 2002:
 - A. That Article I of the Articles is hereby modified to provide that the Corporation's Name shall be:

HAMMONDSPOUR GIFTS & ACCESSORIES, INC.
4. Except as otherwise stated herein, the Articles of Incorporation shall remain the same.
5. The amendment made hereunder shall be effective, as of the date of filing of these Articles of Amendment with the Florida Department of State.

IN WITNESS WHEREOF, the sole Shareholder of the Corporation has executed these Articles of Amendment this 21ST day of June, 2002.


LINDA F. SMITH, as President

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

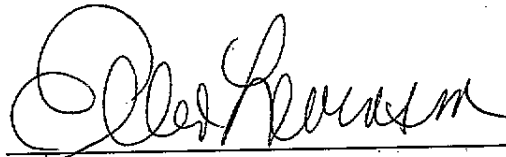
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STATE OF FLORIDA :
 : SS.
COUNTY OF MIAMI-DADE : ..

BEFORE ME, a Notary Public authorized in County and State set forth above, personally appeared Linda F. Smith, known to me and known to be the person who, as President of City to City, Inc., a Florida corporation, executed the foregoing Articles of Amendment, and she acknowledged before me that she executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, this 21st day of June, 2002.



NOTARY PUBLIC, STATE OF

My Commission Expires:

OFFICIAL NOTARY SEAL
ELLEN LEVINSON
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC950815
MY COMMISSION EXP. JUNE 28, 2004

[Affix Notary Seal]