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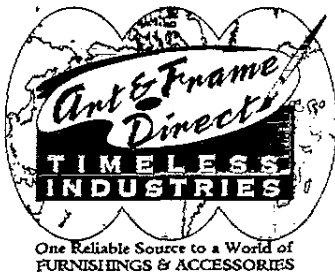
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TALLAHASSEE, FLORIDA

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Nick Sisson



ART & FRAME DIRECT, INC.

DBA *Timeless Industries*

11423 Satellite Boulevard, Orlando, FL 32837

Tel (407) 857-6000, Nat'l Watts (800) 747-1893, Fax (407) 857-9953

Web Site: <http://www.artframedirect.com>

December 10, 2002

Division of Corporations
Amendment Section
PO Box 6327
Tallahassee, FL 32314

To whom it may concern:

Enclosed is an amendment to the Articles of Incorporation for Snooze U Looz, Inc.. Please process.

Sincerely,

Richard S. Tait
Chief Financial Officer

Enclosures: check and amendment
H:\Accounting\corporate\snooze-amendment-02.doc

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SNOOZE U LOOZ, INC.

Document Number: P02000048207

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 adopted:

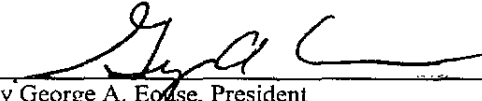
Article I, The name of the corporation is hereby change from Snooze U Looz, Inc. to Global Importing, Inc.

SECOND: The date of the amendment's adoption is: December 10, 2002

THIRD: The amendment was approved by the shareholders. The number of votes cast for the amendment were sufficient for approval.

Signed this 10th day of December, 2002

Signature


By George A. Eoise, President

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