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CORPORATION NAME(S) & DOCUMENT NUMB	BER(S) (if known):
1. GLOBAL RETAIL SO	LUTIONS, FNC.
2. (Corporation Name)	(Document #)
3. (Corporation Name)	(Document /)
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Other	Examiner's Initials

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION \mathbf{OF}

GLOBAL RETAIL SOLUTIONS, INC.

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: That following amendment was adopted by the shareholders: ARTICLE V111

The names and post office address of the members of the . Board of Directors who shall hold office for the first year of the existence of the corporation, or until their successors are elected and qualified, unless otherwise by the By-Laws:

Vickie S. Reaves - President

701 SW 38th Terrace

Ft. Lauderdale, FL 33312

Robert McCallum – V/President

1799 NE 164th Street, Ste. 107

No. Miami Beach, FL 33162

Brett Perriman - Secretary/Treasurer 1799 NE 164th Street, Ste. 107

No. Miami, FL 33162

SECOND: The date of the adoption of the amendment: July 9, 2002.

THIRD: 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	<u> </u>	,
voting group		

□ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

action and shareholder action was not required.		
Signed this 9th day of JULY , 20 02.		
Signature Bull Flyman		
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders).		
OR		
(By a director if adopted by the directors)		
OR		
(By an incorporator if adopted by the incorporators)		
BRETT PERRIMAN Type or printed name		
SECRETARY TREASURER Title		