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ACCOUNTING, TAX AND  BUSINESS SOLUTIONS, P.A.  10001 NW. 50TH STREET  SUITE 204  SUNRISE, FL 33351					
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## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

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TALLAHASSEE, FLORIDA

ALL	ABOUT	MEMORIES	PHOTO AND VIDEO	INC.

(present name)

(Document Number of Corporation (If known)

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

## ARTICLE IV

The number of shares shall be increased from 1 to 100.

- 50 shares will be issued to Carlos E. Teheran
- 50 shares will be issued to Carla Teheran.

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:	The date of each amendment's adoption: <u>June 2, 2003.</u>					
FOURTH:	Adoption of Amendment(s) (CHECK ONE)					
C3r	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"  (voting group)					
	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.					
	Signed this 2nd day of June ,2003	- · · · · · · · · · · · · · · · · · · ·				
Ci amortium	PRESIDENT					
Signature_	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the spareholders)					
	OR (By a director if adopted by the directors)					
	OR					
	(By an incorporator if adopted by the incorporators)					
	CARLOS TEHERAN (Typed or printed name)					
	PRESIDENT					
	(Title)					

· American