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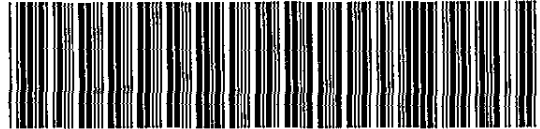
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02 OCT 22 AM 10:45
SECRETARY OF STATE
TALLAHASSEE, FL 32310

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*Amend
T. Lewis 10/23/02*

SILVER & SILVER
Attorneys at Law

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October 18, 2002

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Articles of Amendment and Resignation
Miami Digital Camera and Video, Inc.

Gentlemen:

Enclosed you will find the following:

1. Articles of Amendment to Articles of Incorporation of Miami Digital Camera and Video, Inc.
2. Officer/Director Resignation.
3. Our trust check in the amount of \$70.00 representing the filing fee of \$35.00 for each of the documents..

Please file the enclosed Articles of Amendment and Resignation and return evidence of same in the enclosed stamped self addressed envelope.

Very Truly Yours,

SILVER & SILVER

Ira S. Silver
ISS/mdc

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
MIAMI DIGITAL CAMERA AND VIDEO, INC.**

Document No. P02000080964

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

FIRST: Article VI - Initial Registered Office and Agent, is amended as follows: The street address of the corporation is 201 East Flagler Street, Miami, Florida 33130. Nava Schmureli (Samoel), the initial registered agent is hereby removed. The new registered agent is David Samoel and the address for the registered agent is 201 East Flagler Street, Miami, Florida 33130. The new registered agent has signed an Acknowledgment of Registered Agent which is attached hereto and made a part hereof.

SECOND: The date of this amendment's adoption is October 16, 2002

THIRD: This amendment was adopted by the incorporator without shareholder action and shareholder action was not required.

Signed this 17th day of October, 2002.

MIAMI DIGITAL CAMERA AND VIDEO, INC.

By: 

Printed Name: DAVID SAMOEL

Title: Incorporator

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been named to accept services of process for MIAMI DIGITAL CAMERA AND VIDEO, INC., at place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.


David Samoel
REGISTERED AGENT