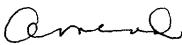
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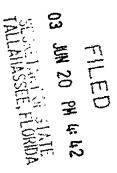


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CAPITAL CONNECTION, INC.

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		Art of Inc. File
		LTD Partnership File
		Foreign Corp. File
		L.C. File
		Fictitious Name File
		Trade/Service Mark
		Merger File
		Art. of Amend. File
		RA Resignation
		Dissolution / Withdrawal
		Annual Report / Reinstatement
		Cert. Copy
		Photo Copy
		Certificate of Good Standing
		Certificate of Status
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FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

June 19, 2003

Capital Connection, Inc. 417 E. Virginia St. Suite 1
Tallahassee, FL 32301

SUBJECT: IMPROV MIAMI, INC. Ref. Number: P02000085483

We have received your document for IMPROV MIAMI, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

If you have any questions concerning the filing of your document, please call (850) 245-6907.

Annette Ramsey Document Specialist

Letter Number: 903A00037834

Corrected

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CAPITAL CONNECTION

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATIO OF	Jim V
IMPROV MIAMI, INC.	SEE, FLORIDA
(present name)	

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 - Amendment - should be: Joel Bachkoff - President 3390 Mary Street Coconut Grove, FL 33133 Alfredo Perez-Cappelli - Secretary 3390 Mary Street Coconut Grove, FL 33133

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:			
FOURTE	a: A	doption of Amendment(s) (CHECK ONE)			
7	ń	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.			
		Controlled sector was not referred.			
	Sign	ned this 1872 day of June XXD9X 2003			
Cianatur	•				
Signature (By the Chairman of Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)					
C					
OR					
(By a director if adopted by the directors)					
OR.					
٠		(By an incorporator if adopted by the incorporators)			
		· ·			
•		JOEL BACHKOFF, President			
Typed or printed name					
		President			
•		Title			