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Luis E. Diaz & Associates, P.A. Attorney and Counselors at Law

4201 Southwest 11th Street Miami, Florida 33134

Telephone: (305) 567-1900 Facsimile: (305) 446-1040

January 17, 2005

Attn: Corporate Records
Attn: Amendment Department
Florida Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Articles of Amendment to Articles of Incorporation of A & R Custom Made Store Fixtures, Inc.

Dear Sir or Madam:

Enclosed please find an original and 1 copy of the Articles of Amendment to the Articles of Incorporation of A & R Custom Made Store Fixtures, Inc. Also included is an original and 1 copy of the Certificate Designating the Address and Agent Upon Whom Process May be Served along with a check totalling \$35.00 payable to the Secretary of State. Please file same and submit to us a stamped copy in the attached pre-stamped, self-addressed envelope.

If you have any questions, please do not hesitate to call me at (305) 567-1900.

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Sincerely, Juin E. Diaz, Esq.

Enclosures

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ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF A & R CUSTOM MADE STORE FIXTURES, INC.

Pursuant to the provisions of Section 607.1003, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

First: Amendment(s) adopted: REYNALDO HECHAVARRIA is removed as Director, President, Vice President, Secretary and/or Treasurer.

Second: DAVID ACEVEDO is added as President and Director of the corporation.

Third: DINO ARMETTA is added as Vice President and Director of the corporation.

Fourth: Amendment(s) adopted: REYNALDO HECHAVARRIA is removed as registered agent for the corporation. DAVID ACEVEDO is added as registered agent.

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	Fifth: The date of each amendment's adoption:, 2005.
	Sixth: Adoption of Amendment(s):
	The Amendment(s) was/were adopted by the incorporator without shareholder action and shareholder action was not required.
x	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 shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The Amendment(s) was/were adopted by the shareholders through voting groups.
suff	The number of votes cast for the amendment(s) was/were
Signe	ed this 17th day of JANNARY, 2005.
REXM	(Seal) DENO ARMETTA
1	

(Seal)

CERTIFICATE DESIGNATING THE ADDRESS AND AGENT UPON WHOM PROCESS MAY BE SERVED

In accordance with Chapter 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof.

DESIGNATION

A & R CUSTOM MADE STORE FIXTURES, INC., a corporation organized under the laws of the State of Florida, hereby designates DAVID ACEVEDO its registered agent and 2700 N. Miami Avenue, Miami, Florida 33127 as its registered office.

ACCEPTANCE

Having been named as registered agent for the above named corporation, I hereby agree to act in such capacity for such corporation at its registered office. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I specifically accept the duties and obligations prescribed by Section 607.325, Florida

(Type Name) DAVID ACEVEDO
Registered Agent
STATE OF FLORIDA

Statutes

COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 17 day of January, 2005 by DAVID ACEVEDO. I relied upon the following form 1.1. of identification of the above named persons:

My Commission Expires:

Rene Cabrera
Commission #DD142822
Expires: Sep 29, 2006
Bonded Thru
Allsedic Bonding Co., Inc.

Print Name: KEVE DENCY Notary Public, State of Florida at Large