

P03000030775

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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MIAMI, FLORIDA 33131

September 15, 2004

Secretary of State
409 East Gaines Street
Tallahassee, Florida 32399

Re: THB USA, Inc.
Document No. P03000030775

Dear Sir or Madam:

Enclosed herewith you will find a check in the amount of \$35.00 for the filing of the Articles of Amendment of THB USA, Inc., whereby its shareholders have voted to change its name to Hands-Free Sales, Inc.

Sincerely,

A handwritten signature in cursive script that reads "Curtis Carlson".

Curtis Carlson

CC:rmf
Enclosure

ARTICLES OF AMENDMENT

OF

THB USA, INC.

I.

THE NAME OF THE CORPORATION

The name of the Corporation is THB USA, Inc. The document number for this Corporation is P03000030775.

II.

AMENDMENT OF ARTICLES OF INCORPORATION

The sole shareholder of the Corporation has adopted an amendment changing the name of the Corporation to HANDS-FREE SALES, INC.

III.

DATE OF ADOPTION AND EFFECTIVE DATE

The amendment was adopted by the shareholder of the Corporation on July 20, 2004, and is to be effective as of the date of the filing of these Articles of Amendment with the Department of State of the State of Florida.

IV.

APPROVAL BY SHAREHOLDER

The amendment was approved by the sole shareholder of the Corporation. The number of votes cast in favor of the amendment was sufficient for its approval.

Dated this 17th day of August, 2004.

HANDS-FREE SALES, INC.

ACKNOWLEDGMENT:

By: _____

President

By: _____

Secretary

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