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(Requestor's Name)
1,729-77.
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C. Coulliette JUN 1 0 2003

NATIONS PARALEGAL, INC.

2510 NW 97th Ave., Suite 120 Miami, Fl. 33172 (305) 594-9198

May 28, 2003

Department of State Division of Corporations Corporate Filings P.O. Box 6327 Tallahassee, FL 32314

Re: Articles of Amendment

Ladies and Gentlemen:

Attached please find check in the amount of \$35.00, and Articles of Amendment for REGENT JEWELERS, INC. Please make the necessary changes.

Should you need any additional information, please do not hesitate to contact me.

Sincerely

M. Joe Ismail

(Signed in his absence to expedite delivery)

Attachments

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

REGENT JEWELERS, INC.	SEE, FLORID	9 MM 11: 50
(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:

(Document Number of Corporation (If known)

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

Article VII is being amended: SHAZAD ALAM-KHAN has resigned as an Officer of the Corporation and his name will be deleted as an Officer of the Corporation. The new officers of the corporation are:

President:

WANDA PHILLIPS

Secretary:

WANDA PHILLIPS

Treasurer/pirector

WANDA PHILLIPS

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:

April
FOURTH: Adoption of Amendment(s) (CHECK ONE)
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)
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 incorporators without shareholder action and shareholder action was not required.
Signature
(Title) Secretary DIVECTOR

THIRD: The date of each amendment's adoption: