P03000065027

(Requestor's Name)
TALKMASTER
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FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

December 12, 2003

TALK MASTER, INC. % CAROLINE ZENNY 9312 SW 167 CT. MIAMI, FL 33196

SUBJECT: TALK MASTER, INC. Ref. Number: P03000065027

We have received your document for TALK MASTER, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Amendments for Florida profit corporations are filed in compliance with section 607.1006, Florida Statutes. Please see the enclosed information.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6964.

Irene Albritton Document Specialist

Letter Number: 203A00066860

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION TALK MASTER, INC.

Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation, filed June 9, 2003, # P03000065027.

AMENDMENTS ADOPTED:

The following amendment of the Articles of Incorporation was adopted by the corporation:

ARTICLE VII

Change of One (1) Director: From: Frantz Luzzic Fabien

To: Eric Delinois, 15721 S.W. 137th Avenue, #201, Miami, Florida 33177.

Adopted by the Board of Directors on December 1, 2003

ARTICLE VIII:

Change of Vice President:

From: Frantz Luzzic Fabien

To: Eric Delinois, 15721 S.W. 137th Avenue, #201, Miami, Florida 33177

Change of Treasurer:

From: Frantz Luzzic Fabien

To: Eric Delinois, 15721 S.W. 137th Avenue, #201, Miami, Florida 33177

Adopted by the Board of Directors on the 1st day of December 2004.

The above amendments were approved by the board of directors without shareholder action and shareholder action was not required.

Signed this 27th day of January, 2004.

TALK MASTER, INC.

CAROLINE ZENNY

Chairwoman of the Board and President