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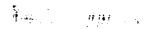


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AMERICAN FASHION JEWELER, INC.

6572 SPRING MEADOW DR

GREEN ACRES FL 33413 Phone 561-688-9943

JUNE 1, 2005

FLORIDA DEPT OF STATE AMENDMENT SECTION PO BOX 6327 TALLAHASSEE FL 32314

Dear Sir/Madam,

Enclosed please find two copies of the articles of amendment to the Articles of Incorporation of American Fashion Jeweler, Inc. along with a check of \$43.75 for the filing fees and certified copy.

If there are any questions in this regard please contact us at the above mentioned phone number. Thanking you .

Sincerely yours.

PRESIDENT

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

AMERICAN FASHION JEWELER, INC.

(present name)

P03000087095

(Document Number of Corporation (If known)

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 1 - NAME

THE NAME OF THE CORPORATION SHALL BE:

AMSTAR IMAGE, INC.

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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:

THIRD:	The date of each amendment's adoption: JUNE 1, 2005
FOURTH	: Adoption of Amendment(s) (CHECK ONE)
Z	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.
	Signed this1STday ofJUNE,2005
Signature_	× Minal
	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	AMIR ALI (Typed or printed name)
	PRESIDENT
	(Title)