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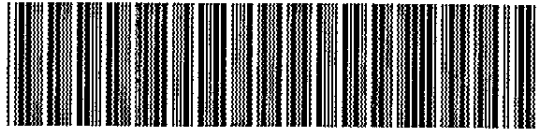
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

T BROWN MAY 21 2004

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: OLDSKOOL, INC.

DOCUMENT NUMBER: _____

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

(Name of Person)

**MARK S. WEINBERG, ESQ.
MARK S. WEINBERG, P.A.
1111 KANE CONCOURSE, STE 502
BAY HARBOR ISLANDS, FL 33154**

(Name of Firm/ Company)

(Address)

(City/ State/ and Zip Code)

For further information concerning this matter, please call:

Mark Weinberg at (305) 867-5551
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

**ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION
OF
OLDSKOOL INC.**

Pursuant to the provisions of section 607.1006, Florida Statutes, this for profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: REGISTERED AGENT.

The Registered Agent is changed to:

Mark S. Weinberg, Esq., 1111 Kane Concourse, Suite 502, Bay Harbor Islands, FL 33154

SECOND: Amendment(s) adopted: BOARD OF DIRECTORS & OFFICERS.

The board of directors and officers of the Company shall be added as follows:

Donald Daszkowski
President/Director

600 Oakland Avenue
Staten Island, New York 10310

Gregg Barbagallo
Vice President/Director

7401 Shore Road, Apt. 6A
Brooklyn, New York 11209

Walter Daszkowski
Secretary/Treasurer/Director

600 Oakland Avenue
Staten Island, New York 10310

THIRD: 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: N/A

FOURTH: The date of each amendment's adoption: May 5, 2004.

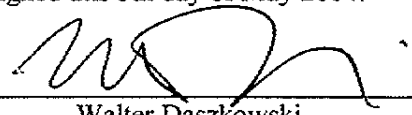
FIFTH: Adoption of Amendment(s) were approved by the shareholders. The number of votes cast for the amendments by the shareholders were sufficient for approval.

SIXTH: The balance of the foregoing Articles of Incorporation shall remain unchanged and given their full force and effect.

By these Articles of Amendment of Articles of Incorporation and the presentment of the fee of \$35.00 to the Florida Department of State, Division of Corporations, the said Corporation requests that the Secretary of State so amend its records to reflect the changes above.

Signed this 5th day of May 2004.

Signature



Walter Daszkowski
Secretary/Treasurer/Director

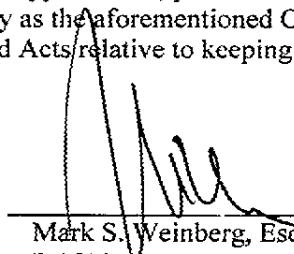
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT UPON WHOM PROCESS
MAY BE SERVED AND DESIGNATION OF ADDRESS
FOR SERVICE OF PROCESS WITHIN THIS STATE**

Pursuant to Florida Statutes §48.091 and Florida Statutes Chapter 607, the following is Certificate of Acceptance of Appointment as Registered Agent and Designation of Address for Service of Process Within this State Upon Whom Process May Be Served is submitted in compliance with said Florida Law.

That **OLDSKOOL, INC.**, organized under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation, in Miami Beach, County of Miami-Dade, State of Florida having appointed **Mark S. Weinberg, Esq.** as its Registered Agent and hereby designates **1111 Kane Concourse., Suite 502, Bay Harbor Islands, FL 33154** as its registered office to accept service of process within this State.

The undersigned having been named to accept service of process for the above-stated corporation at the place designated in this certificate, hereby accepts said appointment, provides that he is familiar with the obligations of the position, agrees to act in the capacity as the aforementioned Corporation's Registered Agent and agrees to comply with the provisions of said Acts relative to keeping the aforementioned registered office open.


Mark S. Weinberg, Esq.
REGISTERED AGENT

5/5/04