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BASIC AMENDMENT

VIDA'S SOUVENIRS, INC

Certificate of Status	0
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HOSODOINT 950 OS JUN 21 AM 9: 27
VALLAHASSEE, FLORIDA ARTICLES OF AMENDEMENT TO ARTICLES OF INCORPORATION OF

VIDA'S SOUVENIRS, INC (Present name)

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

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

> ARTICLE VI The board of Directors will be amended as follows:

DELETE: VIDA RODRIGUEZ-MEDINA 411 NW 87th Avenue Apt 1006 Miami, Florida 33126

ADDED/CHANGE: JULIO A GUTIERREZ 411 NW 87th Avenue Apt 1006 Miami, Florida 33126

PRESIDENT/VICE-PRESIDENT

ARTICLE VII Shareholders will be amended as follows:

JULIO A GUTIERREZ 411 NW 87th Avenue Apt 1006 Miami, Florida 33126

100%

SECOND: If an amended 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: 06/14/2005

FOURTH: Adoption of amendment(s) (check one)

X_ the amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

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the amendment(s) was/were adopted 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 shareholders 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 this 14th day of June of 2005

Signature

JULIO A GUTIERREZ/President

(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 a incorporator if adopted by the incorporators)

JULIO A CUTIERREZ/ President

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CONSENT TO SERVE AS REGISTERED AGENT

The undersigned, Stanley A. Goldsmith, whose address is 1605 Main Street, Suite 1001, Sarasota, Florida 34236 hereby acknowledges that he understands his obligations in serving as Registered Agent of MAR-GIN, Inc., a Florida Corporation, formerly known as Flex, Inc., Florida Document Number K35504 and the undersigned Stanley A. Goldsmith agrees and consents that he shall serve as such Registered Agent for such corporation.

TANLEY A GOLDSMITH

1605 Main Street Suite 1001

Sarasota, Florida 34236