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CORPORATION NAME	É(s) & DOCUMENT NUMB	ER(S) (if known):
	NYON THE	Pos0000 88759
1. SHOPPINGS	Name) INC.	(Document#)
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NEW FILINGS	AMENDMENTS	
Profit	✓ Amendment	
NonProfit	Resignation of R.A., Officer/	Director
Limited Liability	Change of Registered Agent	
Domestication	Dissolution/Withdrawal	
Other	Merger	
OTHER FILINGS	REGISTRATION/ QUALIFICATION	
Annual Report	Foreign	
Fictitious Name :	Limited Partnership	
Name Reservation	Entitled tartification	++

Reinstatement

Examiner's Initials

Trademark

#### ARTICLES OF AMENDMENT

#### TO

### ARTICLES OF INCORPORATION

#### OF

## SHOPPINGBEYOND, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

**FIRST:** Article 5 of the Articles of Incorporation provides:

President:

James Palombo

Secretary:

James Palombo

Treasurer:

James Palombo

SECOND:

Article 5 shall be amended to state:

President:

Michael Gati

Secretary:

Michael Gati

Treasurer:

Michael Gati

whose addresses shall be the same as the principal address of the Corporation.

THIRD:

Article 6 of the Articles of Incorporation states Director(s) as:

James Palombo

FOURTH:

Article 6 of the Articles of Incorporation shall be amended to state Director(s) of the Corporation as:

Michael Gati

whose addresses shall be the same as the principal address of the Corporation.

FIFTH:

The date of the adoption of this amendment is the 29 June 2005.

SIXTH:

The amendment was adopted by the Board of Directors. No Shareholder action was

required for adoption.

SEVENTH: This amendment shall be effective upon the filing with the Secretary of State of

Florida.

Signed this 29 June 2005