

Division of Corporations

Page 1 of 1

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COVELLI DESIGN ASSOCIATES, INC.

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Today's Date: Friday, June 09, 2006 5:07:48 PM

Comments:

Please file the attached Articles of Amendment to the Articles of Incorporation of Covelli Design Associates, Inc. Thank you.

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**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
COVELLI DESIGN ASSOCIATES, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being the President of Covelli Design Associates, Inc., a corporation (the "Corporation"), hereby executes these Articles of Amendment to the Articles of Incorporation of the Corporation pursuant to the Florida Statutes and further states as follows:

1. Article X of the Corporation's Articles of Incorporation is hereby added in its entirety as follows:

"ARTICLE X - OFFICERS

The names and addresses of the Officers of the Corporation are:

| Name | Title | Address |
|-----------------|--------------------------|--|
| Michael Covelli | President | 5000 T-Rex Ave., Ste. 150 Boca Raton, FL 33431 |
| Steven Tate | Vice President | 5000 T-Rex Ave., Ste. 150 Boca Raton, FL 33431 |
| Thomas Mulloy | Vice President | 5000 T-Rex Ave., Ste. 150 Boca Raton, FL 33431 |
| Liane Covelli | Secretary & Treasurer | 5000 T-Rex Ave., Ste. 150 Boca Raton, FL 33431" |

2. The foregoing amendment to the Articles of Incorporation was adopted by the Board of Directors and shareholders of the Corporation in a written consent of the Board of Directors and the shareholders of the Corporation dated June 9, 2006, and the number of votes cast by the shareholders was sufficient for approval and adoption of the amendment contained in these Articles of Amendment to the Articles of Incorporation.

H06000154889 3

H06000154889 3

The President of the Corporation has executed these Articles of Amendment to the Articles of Incorporation this 9th day of June, 2006.

COVELLI/DESIGN ASSOCIATES, INC.

By: 
Michael Covelli, President

H06000154889 3