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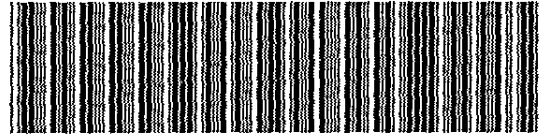
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SECRETARY OF STATE
03 SEP -6 PM 2:01



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 29, 2006

DESINGER GEMS & JEWELRY, INC.
6570-30TH AVE NO.
ST. PETERSBURG, FL 33710

SUBJECT: DESIGNER GEMS & JEWELRY, INC.
Ref. Number: P06000047760

We have received your document for DESIGNER GEMS & JEWELRY, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6964.

Irene Albritton
Document Specialist

Letter Number: 206A00052929

Corrected. Thank you. ☺

RECEIVED

06 SEP -6 AM 8:00

DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
DESIGNER GEMS & JEWELRY, INC.

FILED
SECRETARY OF STATE
CORPORATIONS

06 SEP -6 PM 2: 01

1. ARTICLE VI of the Articles of Incorporation of DESIGNER GEMS & JEWELRY, INC. is amended to read as follows:

The name and address of the members of the Board of Directors are:

<u>Name</u>	<u>Address</u>
Megan H. Rogers	6570 - 30 th Avenue North St. Petersburg, Florida 33710

2. ARTICLE VII of the Articles of Incorporation of DESIGNER GEMS & JEWELRY, INC. is amended to read as follows:

The name and addresses of the officers of the corporation are:

<u>Name & Title</u>	<u>Address</u>
Megan H. Rogers President, Secretary	6570 - 30 th Avenue North St. Petersburg, Florida 33710
Karen P. Rogers Vice-President, Treasurer	6570 - 30 th Avenue North St. Petersburg, Florida 33710

3. The foregoing amendment was adopted by the shareholders of this corporation on August 24, 2006 and effective on August 24, 2006.

IN WITNESS WHEREOF the undersigned President, Vice President, Secretary and Treasurer of this corporation have executed these Articles of Amendment on August 24, 2006.


MEGAN H. ROGERS, President and
Secretary


KAREN P. ROGERS, Vice-President
and Treasurer

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME personally appeared MEGAN H. ROGERS and KAREN P. ROGERS, to me well known to be the persons described, or who produced a Florida Driver's License as identification, and who executed the foregoing Article of Amendment to Articles of Incorporation, and they acknowledged before me that they executed the same for the purpose therein stated.

WITNESS MY HAND and official seal in the county and state aforesaid, this 24th day of August, 2006.



Carl G. Roberts
My Commission DD180362
Expires April 18, 2007


NOTARY PUBLIC Carl G. Roberts
My Commission Expires: