

Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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Division of Corporations

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From:

Account Name

: FAS-T CORP. AGENTS, INC.

Account Number: 071001002335

Phone

: (305)599-0839

Fax Number

: (305)716-0346

BASIC AMENDMENT

BEEPER MANIA QUALITY ENTERPRISES, INC.

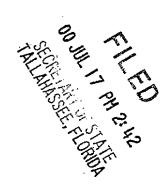
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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

Beeper	MANIA	QUALITY	ENTERPRISES.	INC.
•	1		•	
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		(present non	(4)	

Pursuant to the provisions of section 60%, 1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate orticle number(s) being amended, added or deleted)

Article # 6 is being amended as follows:

Josefa Herrera is deleted as president.

Adalberto Herrera shall be the new president.

Jacqueline Herrera shall be the new vice-president.

SECOND: 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:

THIRD:	The date of each amendment's adoption: 10-1-99				
FOURTH	: Adoption of Amendment(s) (CHECK ONE)				
A	The amendment(s) was/were approved by the shareholders. The number of votes cust for the amendment(s) was/were sufficient for approval.				
	The amendment(s) was/were 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				
C	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.				
	Signed this 13 day of July 2000				
· Signatu					
- 2	(By the Chalman or Vice Chairmane) the Board of Directors. President or other officer if adopted by the shareholders)				
	OR				
	(By a director if adopted by the directors)				
	OR				
•	(By an incorporator if adopted by the incorporators)				
	Jacqueline Herrera Typed or grinted name				