

JUL 30 '97 12:17 TO-19049224001

FROM-HODGSON & RUSS

T-366 P.02/05 F-525

7/30/97
11:56 AM

FLORIDA DIVISION OF CORPORATIONS

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FROM: HODGSON, RUSS, ANDREWS, ET AL
072720000242 Tracey A. Testa

ACCT#:

CONTACT: ~~XXXXXXXXXX~~
PHONE: (561) 394-0500
(561) 394-3862

FAX #:

NAME: BOCA BASKETS OF GIFTS INC.
AUDIT NUMBER.....H97000012417
DOC TYPE.....BASIC AMENDMENT
CERT. OF STATUS..0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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N/C Amend

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ARTICLES OF AMENDMENT TO
THE ARTICLES OF INCORPORATION OF
BOCA BASKETS OF GIFTS, INC.

97 JUL 30 AM 9:19
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the Florida Statutes, the Articles of Incorporation of BOCA BASKETS OF GIFTS, INC. are hereby amended pursuant to a written consent in lieu of a meeting therefore by the holders of all the Corporation's common stock and all the Corporation's Director on the 5th day of July, 1997, as follows:


1. The name of the Corporation is BOCA BASKETS OF GIFTS, INC.

2. ARTICLE I is hereby amended to read as follows:

The name of this corporation is THOMAS MILO ENTERPRISES, INC.

3. The Amendment was adopted by the Sole Shareholder and Director on the 5th day of July, 1997.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Amendment to the Articles of Incorporation this 5th day of July, 1997.


Thomas M. Milo, Jr.,
President

THIS INSTRUMENT PREPARED BY:
Susan K. Baumel, Esq.
Hodgson, Russ, Andrews, Woods & Goodyear, LLP
2000 Glades Road, Suite 400
Boca Raton, Florida 33431
Telephone: (561) 394-0500
Florida Bar No. 284351

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JOINT CONSENT RESOLUTION
TO CHANGE THE NAME OF THE CORPORATION
TO THOMAS MILO ENTERPRISES, INC.

Pursuant to the Florida Statutes, the Board of Directors and Sole Shareholder of BOCA BASKETS OF GIFTS, INC., hereby take the following action in lieu of meeting therefor, and all statutory or by-law requirements pertaining to the time, manner and place of same are hereby waived:

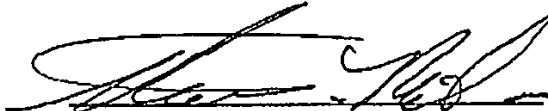
WHEREAS, the Corporation desires to change the name of the Corporation from BOCA BASKETS OF GIFTS, INC. to THOMAS MILO ENTERPRISES, INC..

NOW, THEREFORE, let it be,

RESOLVED, that the Articles of Incorporation be amended to reflect the name change of the corporation from BOCA BASKETS OF GIFTS, INC. to THOMAS MILO ENTERPRISES, INC.

FURTHER RESOLVED, that the proper Officers of the Corporation be, and they hereby are, authorized and directed to execute all such documents and take all such action as such Officers in their discretion deem necessary or appropriate to carry out the intent and purpose of the foregoing Resolution.

IN WITNESS WHEREOF, the undersigned have executed this Resolution this 30th day of July, 1997.


THOMAS M. MILO, JR.,
President


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FROM-HODGSON & RUSS

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ANDREWS
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GOODYEAR LLP**
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Richard A. Gostz, P.A.
Michael H. Gora, P.A.
James M. Henkine, P.A.
Paul B. Roman
Thomas E. Silvey, P.A.

James A. Porter, P.A.
Of Counsel

RESIDENT IN NEW YORK

Paul R. Corns
Mark S. Klein
Stephen M. Newman

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July 30, 1997

VIA TELECOPY/904-922-4001

Secretary of State
Corporation Division
409 E. Gaines Street
Tallahassee, Florida 32302

Dear Sir:

RE: BOCA BASKETS OF GIFTS, INC.

Enclosed for filing are the Articles of Amendment to the Articles of Incorporation of Boca Baskets of Gifts, Inc.

Please charge our account accordingly and forward a certified copy to the undersigned.

If you have any questions, please call 1-800-331-1025.

Very truly yours,



Tracey A. Testa
Legal Assistant

Attachments
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cc: Mr. Thomas Milo, Jr.

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21298.0002