

P95000036786

Joseph L. Bernstein, P.A.

ATTORNEY AT LAW

COASTAL TOWER • SUITE 720
2400 EAST COMMERCIAL BOULEVARD
FORT LAUDERDALE • FLORIDA 33308

TELEPHONE (954) 776-9999
FACSIMILE (954) 771-7140

June 12, 1997

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32314

600002213076--3
-06/16/97-01113-003
*****87.50 *****87.50

Re: Filing of Amendment to Articles of Incorporation
of One Price Marketing, Inc.

Dear Secretary of State:

Enclosed please find the original and one copy of the
Amendment to the Articles of Incorporation for the above mentioned
Corporation, together with our check in the amount of \$87.50 to
cover your costs of filing same.

Please return to the undersigned a Certified copy of the
Amendment.

If you have any questions regarding this matter, please do not
hesitate to call.

Sincerely,



JOSEPH L. BERNSTEIN

Amend.

JLB:clb
Enclosures

FILED
97 JUN 16 PM 4:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VW 6-23-97

AMENDMENT TO
THE ARTICLES OF INCORPORATION OF
ONE PRICE MARKETING, INC.

Pursuant to Section §607.1003 of the Florida Statutes the Articles of Incorporation of ONE PRICE MARKETING, INC., Document #P95000036786, are hereby amended pursuant to the consent of Shareholders and Directors, attached hereto as follows:

The President of the Corporation shall be Madelene E. Rao, 2616 N. Carambola Circle, Coconut Creek, FL 33066.

The Secretary of the Corporation shall be Selma Rosenblatt, 9400 N.W. 81st Court, Tamarac, FL 33321. Selma Rosenblatt is also elected as a Director. The resignation of Irving J Rosenblatt, as President and Director of the Corporation is hereby accepted, and his name removed from the records of the Corporation.

There being no further changes, the above Amendment shall be effective as of the date of filing with the Secretary of State.

IN WITNESS WHEREOF, We have made, subscribed and acknowledged these Articles of Amendment at Fort Lauderdale, Broward County, Florida, this 1ST day of May, 1997.

ONE PRICE MARKETING, INC.

By: 

MADELENE E. RAO, President

By: 

SELMA ROSENBLATT, Secretary

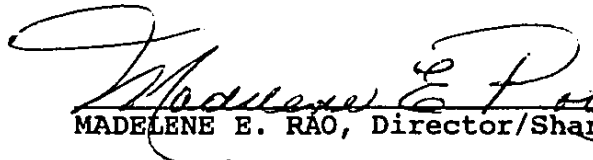
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97 JUN 16 PM 4:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATEMENT OF INTENT
TO AMEND ARTICLES OF INCORPORATION OF
ONE PRICE MARKETING, INC.

The undersigned, being all of the Directors and Shareholders of ONE PRICE MARKETING, INC., do hereby manifest their intent to elect new officers through the adoption of an Amendment to the Articles of Incorporation, a copy of which is attached hereto, according to Section §607.1003 of the Florida Statutes.

Dated this 15 day of May, 1997.

"DIRECTORS"/SHAREHOLDERS


MADELENE E. RAO, Director/Shareholder


SELMA ROSENBLATT, Director/Shareholder