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BASIC AMENDMENT

DISPLAY MERCHANDISING CONCEPTS, INC.

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO

ARTICLE OF INCORPORATION

DISPLAY MERCHANDISING CONSEPTS, INC. DOC.# P96000015967

Pursuant to the provisions of section 607.1006, Florida Statues, this corporation adopts The following articles of amendment to its articles of incorporation.

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

ARTICLE 1: PRINCIPAL OFFICE
THE NEW ADDRESS OF THE CORPORATION WILL BE:

11401 S.W. 40th ST., STE:335 MIAMI, FL 33165

ARTICLE V: REGISTERED AGENT
THE NAME AND ADDRESS OF THE REGISTERED AGENT WILL BE:

JULIO J. LLANES 11401 S.W. 40th ST., STE:335 MIAMI, FL 33165

ARTICLE VI: BOARD OF DIRECTORS
THE NAME AND ADDRESS OF THE SOLE DIRECTOR/OFFICER WILL BE:

(P/V/S/T/D) JULIO J. LLANES 11401 S.W. 40th ST., STE:335 MIAMI, FL 33165

SECOND: If an amendment provides for exchange, or reclassification or cancellation of issued shares, provisions for implementation the amendment if not contained in the amendment itself, are as follows:

JULIO J. LLANES 100%

THIRD: The date of each amendment's adoption: 2-29-00

FOURTH: Adoption of Amendment(s) (check one)

X the amendment(s) was/were approved by the shareholders. The number of votes cast by the shareholders was sufficient for approval.

1 HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY

Signature FOLIO J. LLANES PRESIDENT