

 P96000080693

Florida Incorporators, Inc.

Mark S. Hankins
President
1221 Brickell Avenue, Suite 900
Miami, Florida 33131

February 20, 1997

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

00000209569U--0
-02/24/97--01103--008
*****35.00 *****35.00

RE: Mobile CompuSmart, Inc.

*Name
Change
Amend*

Dear Corporate Specialist:

Enclosed is an original and one (1) copy of the Articles of Amendment for the above-referenced corporation, and funds of \$35 representing the filing fee for same.

Please do not hesitate to contact the undersigned if there are any questions or concerns.

Sincerely,

Mark H

Mark Hankins
President

FILED
97 FEB 24 PM 11:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

| | |
|---------------------|---------|
| Name | |
| Availability | 2/28/97 |
| Document Examiner | POH |
| Validator | POH |
| Up for Verification | POH |
| Acknowledged at | POH |
| W.P. Verityer | POH |

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

Mobile CompuSmart, Inc.

**FILED
97 FEB 24 PM 1:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

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

ARTICLE FIRST is hereby amended to read:

The Name of the Corporation is:

CDMemories, Inc.

ARTICLE EIGHTH is hereby amended to read:

The name and address of the registered agent and registered office is:

**Florida Incorporators, Inc.
1221 Brickell Avenue, Suite 900
Miami, FL 33131**

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: February 21, 1997


FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast 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."

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 21st of February, 19 97

Signature 
(By the Chairman or Vice Chairman of 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)

Mark Hankins

Typed or printed name

Incorporator, and President of Registered Agent

Title