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FROM: ATLAS, PEARLMAN, TROP & BORKSON, P.A.
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NAME: UNIVEGA HOLDINGS, INC.
AUDIT NUMBER.....H97000017171
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**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
UNIVEGA HOLDINGS, INC.**

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CLERK OF COURT
TALLAHASSEE, FL

Pursuant to Section 607.1006 of the Business Corporation Act of the State of Florida, the undersigned President of UNIVEGA HOLDINGS, INC., a corporation organized and existing under and by virtue of the Business Corporation Act of the State of Florida, does hereby certify:

First: That pursuant to Unanimous Written Consent of the Sole Shareholder and Sole Director of said Corporation dated June 2, 1997, the Shareholder and Director approved an amendment to the Corporation's Articles of Incorporation as follows:

Article 1 of the Articles of Incorporation of this Corporation is amended to read in its entirety as follows:

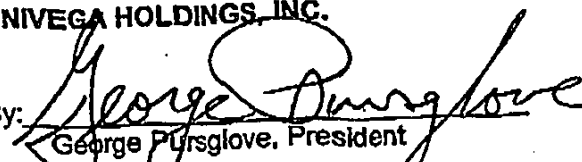
**ARTICLE I
CORPORATE NAME**

The name of this Corporation shall be: CONSOLIDATED MERCHANDISING SERVICES, INC.

The foregoing amendment was adopted by the Sole Director and Shareholder of the Corporation pursuant to Written Consent on June 2, 1997, pursuant to Section 607.0821 and Section 607.0704, respectively, of the Florida Business Corporation Act. The shares consenting and voted at such meeting represented all of the total issued and outstanding capital stock of the Corporation entitled to vote. Therefore, the number cast for the amendment to the Corporation's Articles of Incorporation was sufficient for approval.

IN WITNESS WHEREOF, the undersigned, being the President of this Corporation, has executed these Articles of Amendment as of June 2, 1997.

UNIVEGA HOLDINGS, INC.

By: 
George Pursglove, President

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ROXANNE K. BEILLY, ESQ., FL BAR # 851450
ATLAS, PEARLMAN, TROP & BORKSON, P.A.
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