

10/02/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS FAX #: (850)922-4000
FROM: CORPORATE CREATIONS INTERNATIONAL INC. ACCT#: 110432003053
CONTACT: ~~JAMES L. JAMES~~ Greg Kuroda FAX #: (305)672-9110
PHONE: (305)672-0686
NAME: GERRIANN, INC.
AUDIT NUMBER.....H97000016450
DOC TYPE.....BASIC AMENDMENT
CERT. OF STATUS..0 PAGES..... 2
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FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 110432003053

CONTACT: ~~XXXXXXXXXXXXXXXXXXXX~~

PHONE: (305)672-0686

Greg Ivroda

FAX #: (305)672-9110

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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4000

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 110432003053

CONTACT: ~~JENNIFER G. ROBERTSON~~

PHONE: (305) 672-0686

Greg Ivroda

FAX #: (305) 672-9110

NAME: GERRIANN, INC.

AUDIT NUMBER.....H97000016450

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 3, 1997

GERRIANN, INC.
48 EAST ROYAL PALM ROAD
BOCA RATON, FL 33432

SUBJECT: GERRIANN, INC.
REF: P97000012861

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: H97000016450
Letter Number: 097A00048677

Division of Corporations - P.O. BOX 6927 - Tallahassee, Florida 32314

Articles of Amendment

Article I. Name

The name of this Florida corporation is Gerriann, Inc. (the "Corporation").

Article II. Amendment

The Articles of Incorporation of the Corporation are amended as follows: the mailing address of the Corporation is changed to:

Gerriann, Inc.
1771 North Powerline Road
Pompano Beach, FL 33069

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

David N. Wolofsky
c/o Jeffrey M. Perlow & Associates, P.A.
1820 E. Hallandale Beach Boulevard
Hallandale, FL 33009

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

Jonathan Root, Esquire
301 Yamato Road, Suite 4199
Boca Raton, FL 33431

Article III. Date Amendment Adopted

The amendment set forth in these Articles of Amendment was adopted on October 6, 1997.

Article IV. Shareholder Approval of Amendment

The amendment set forth in these Articles of Amendment was proposed by the Corporation's Board of Directors and approved by the shareholders by a vote sufficient for approval of the amendment.

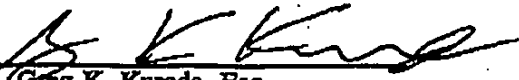
An authorized representative of the Corporation executed these Articles of Amendment on October 6, 1997.

Corporate Creations International Inc.
8895 North Military Trail, Suite 202D
Palm Beach Gardens FL 33410-6268
(305) 677-1876

FILED
97 OCT -7 PM 12:45
HALLANDALE BEACH, FLORIDA

H97000016450

By:


Greg K. Kuroda, Esq.
Assistant Secretary

Having been named as registered agent and I accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

By:


Jonathan Root, Esq.
by G.K. Kuroda as attorney in fact

Corporate Creations International Inc.
8895 North Military Trail, Suite 202D
Palm Beach Gardens FL 33410-6266
(561) 850-0000