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ALAN B. GEST, P.A.  
*Attorneys at Law*  
AVENTURA CORPORATE CENTER  
SUITE 506  
20801 BISCAYNE BOULEVARD  
MIAMI, FLORIDA 33180

City

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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-03/06/97--01083--011  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Amend

VS MAR 10 1997

ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION  
OF  
BUPKISS, INC.

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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 adopted:

Article II of the Articles of Incorporation is amended to change the principal place of business and mailing address of the corporation as follows:

Principal place of business:  
3305 N.W. 79th Way  
Davie, FL 33024

Mailing address: Suite 134, 2269 South University Drive, Davie, FL 33324

**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:

Article VII of the Articles of Incorporation is amended to reflect the name and address of the director of the corporation as follows:

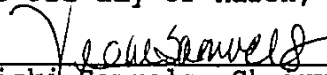
Gloria Dassa  
3305 N.W. 79th Way  
Davie, FL 33024

**THIRD:** The date of each amendment's adoption: 3/3/97

**FOURTH:** Adoption of Amendment

The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 3rd day of March, 1997.

Signature   
Vicki Samuels, Chairman of the Board