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FAX #: (305)358-7832

CONTACT: PAM PHONE: (305) 358-2571

NAME: SPECIALITY PROMOTIONS, INC.

AUDIT NUMBER...... H97000009332

DOC TYPE.....BASIC AMENDMENT

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

June 6, 1997

SPECIALITY PROMOTIONS, INC. 11790 SW 89TH STREET MIAMI, FL 33186-2166

SUBJECT: SPECIALITY PROMOTIONS, INC.

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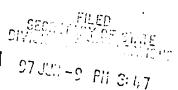
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Darlene Connell Corporate Specialist FAX Aud. #: E97000009332 Letter Number: 297A00030776

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

ARTICLES OF AMENDMENT ARTICLES OF INCORPORATION



SPECIALITY PROMOTIONS, INC.

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 I' CHANGING NAME TO'.

SPECIALTY PROMOTIONS INTERNATION'AL, INC

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:

HIRD: The date of each amendment's adoption:

OURTH: A	354 doption of Amendment(s) (CHECK ONE)
۵	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
0	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
X	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.
Sign	ned this day 5th of JUNE, 1997.
ignature	DIRECTOR PRESIDENT 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)
	JEFFREY M. GREENBERG Typed or printed name
	DIRECTOR PRESIDENT

H97-9332