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PA70000095625

March 8, 1999

DEPARTMENT OF STATE  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

700002802437--3  
-03/11/99--01068--004  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

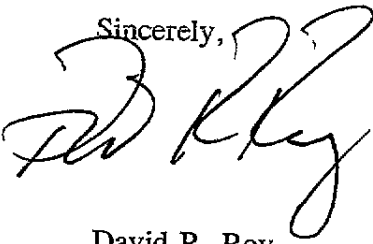
Re: Shoe Repair Pro, Inc.  
Articles of Amendment

Dear Sir/Madam:

Please find enclosed the original and one (1) copy of the Articles of Amendment along with a check for \$35.00 to cover the filing fees for the above referenced corporation.

Please forward the stamped copy of the amendment to Igor Rozov at 1954 East Sunrise Blvd., Fort Lauderdale, FL 33304. If there are any problems, do not hesitate to contact me.

Sincerely,



David R. Roy

DRR/cm

Enclosure

cc: Mark Katzman, Esq.

FILED  
99 MAR 11 AM 10:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
OK  
PA700009562  
398 Amend  
3-11-99

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
SHOE REPAIR PRO, 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:

RESOLVED that:

FIRST: The following shall be removed as: Director, President, Vice President, Treasurer of the aforementioned corporation:

JEANETTE FALCONE

SECOND: - The following shall be appointed as the new: Director, and President of the aforementioned corporation:

IGOR ROZOV

Post office address: 4901 N.E. 26th Avenue, #4, Ft. Lauderdale, FL 33308

SECOND: The following shall be appointed as the new: Director, Vice President and Treasurer of the aforementioned corporation:

YURIY ELIMELAKH

Post office address is 5217 N. Dixie Hwy, Apt. 2A, Ft. Lauderdale, FL 33308.

The date of the Amendment's adoption was March 5, 1999.

SECOND: The Amendment was adopted by the Board of Directors without Shareholder Action and Shareholder Action was not required.

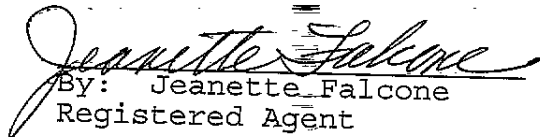
Signed this March 5, 1999

SHOE REPAIR PRO, INC.

  
Jeanette Falcone  
DIRECTOR

FILED  
99 MAR 1 AM 10:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I hereby am familiar with the duties and responsibilities as registered agent for said corporation.

  
By: Jeanette Falcone  
Registered Agent

Prepared By:  
Mark Katsman, Esq.  
9350 South Dixie Hwy., PH2  
Miami, FL 33156  
Tel: (305) 670-9994  
Fl. Bar No.: 0075604