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ACCOUNT NO. : 072100000032

REFERENCE : 743384 9029A

AUTHORIZATION : Patricia Pizzit

COST LIMIT : \$ 35.00

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 MAR 17 PM 1:35

ORDER DATE : March 17, 1998

ORDER TIME : 11:04 AM

ORDER NO. : 743384-005

CUSTOMER NO: 9029A

CUSTOMER: Kathy Moro, Legal Assistant
Frank Effman Weinberg & Black,
Second Floor
8000 Peters Road
Plantation, FL 33324

500002459665--7

DOMESTIC AMENDMENT FILING

NAME: K'MICHAELS, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Brenda Phillips

EXAMINER'S INITIALS:

RECEIVED
98 MAR 17 PM 12:16
DEPARTMENT OF REVENUE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

CC
Amend.
3-17-98

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
K'MICHAELS, INC.

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 APR 17 PM 1:35

Pursuant to provisions of Chapter 607.1001, et seq., Florida Statutes, the undersigned Corporation adopts the following Articles of Amendment to the Articles of Incorporation:

FIRST:

The name of the Corporation is: K'MICHAELS, INC.

SECOND:

Article VI is hereby added to the Articles of Incorporation to read as follows:

"ARTICLE VI: DIRECTORS

This Corporation shall have one (1) Director initially. The number of directors may be either increased or diminished from time to time, as provided by the Bylaws, but shall never be less than one (1).

The name and address of the first member of the Board of Directors of the Corporation who shall hold office for the first year of the Corporation's existence or until a successor is elected and qualified is:

kms\corp\113

THE LAW FIRM OF
FRANK • EFFMAN • WEINBERG • BLACK, P.A.

8000 PETERS ROAD • PLANTATION, FL 33324

NAME

KENNETH RUBENFELD

ADDRESS

1440 Coral Ridge Drive
Coral Springs, Florida 33071"


THIRD:

On Jan. 16, 1998, this Amendment of the Articles of Incorporation was adopted by all of the Corporation's Directors without Shareholders action as the Corporation has not issued shares as of the date of this Amendment, and the number of votes in favor of the Amendment was sufficient for approval.

IN WITNESS WHEREOF, K'MICHAELS, INC. has caused these Articles of Amendment to be executed on this 16th day of Jan. , 1998.

K'MICHAELS, INC.

BY:



KENNETH RUBENFELD, Director