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FROM: Gunster, Yoakley, & Stewart, P.A.

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BASIC AMENDMENT

MEGASEX, INC.

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MESSAGE:

PLEASE SEE THE ATTACHED ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF MEGASEX, INC. FOR ELECTRONIC FILING. PLEASE CALL ME IF YOU HAVE ANY QUESTIONS.

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**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
MEGASEX, INC.**

The undersigned, JACK TITOLO, President of MEGASEX, INC., a Florida corporation (the "Corporation") whose Articles of Incorporation were filed on February 17, 1998 and registered under document number P98000015451, and subsequently amended on May 20, 2003, hereby certifies:

1. The name of the Corporation is MEGASEX, INC.
2. The first sentence of Article I is hereby deleted in its entirety and a new first sentence is inserted in its place as follows:

The name of the corporation is MEGA SUPERSTORE, INC.

3. Except as above amended, the Articles of Incorporation of the Corporation, as filed with the Florida Department of State on February 17, 1998 and the Articles of Amendment of the Corporation as filed with the Florida Department of State on May 20, 2003, shall remain in full force and effect.
4. The foregoing amendment was duly approved on August 15, 2003 by a written consent of the majority shareholder and sole director of the Corporation, in which the shareholder owning the majority interest of the issued and outstanding shares of common stock of the Corporation approved this amendment, making the number of votes cast for the amendment sufficient for the approval of such amendment.

IN WITNESS WHEREOF, the undersigned, as President of the Corporation, has executed these Articles of Amendment this 15th day of August, 2003.


JACK TITOLO, President

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