

Amend 12/9

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Destination and Design Logistics International, Inc.

DOCUMENT NUMBER: P98000022968

DATE: November 24, 2003

The enclosed Articles of Amendment for the Articles of Incorporation and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

John D. Weeks
Destination and Design Logistics International, Inc.
7027 W Broward Blvd #2110
Plantation, FL 33317

For further information concerning this matter, please call:

John D. Weeks, President
Destination and Design Logistics International, Inc.
(954) 316-4865

Enclosed is a check for \$35.00 made payable to the Florida Department of State.

Thank you.

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
DESTINATION AND DESIGN LOGISTICS INTERNATIONAL, INC.
A Florida Corporation**

Document Number: P98000022968

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: Existing Articles

Existing Articles of Incorporation including Amendments are accepted and included.

SECOND: New Article

ARTICLE VIII: SIGNATORY ON CORPORATE ACCOUNTS

The corporate policy regarding signatory authority on Corporate bank and other Corporate financial accounts is hereby established as follows:

1. The President of the Corporation has sole authority to assign signatory authority to any officer, director, employee, or agent of the Corporation.
2. The President of the Corporation has sole authority to revoke signatory authority of any officer, director, employee, or agent of the Corporation.

THIRD: Amended Article

Article VI is hereby amended as follows:

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CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI. EMPLOYEE EDUCATIONAL ASSISTANCE PROGRAM

An employee educational assistance program is hereby established as follows:

a. Eligibility: All employees of DDL who have been continuously employed for a period of at least six consecutive months, provided that the employee is in active pay status (employees on full-time disability leave and worker's compensation leave are not eligible for reimbursement); and that the employee is still employed by DDL when final paperwork for reimbursement is submitted.

.b. Benefit is in the form of reimbursement for tuition and related expenses as follows:

i. Tuition at an accredited U.S. college or university for courses required for a degree program, to include tuition, curriculum support (State schools only), application, registration, graduation, examination, library and laboratory fees.

ii. Qualified related expenses include books, supplies, room, board and also any equipment specifically required by the college. To qualify for reimbursement for housing and food expenses, the employee must be enrolled as at least a half-time student.

c. Reimbursement will be made for expenses submitted within 90 days from completion of the course, provided that the employee submits legible copies of the college/university invoice or statement indicating fees charged and the amount paid, including the school's name and address. For related expenses, a copy of the receipt with a description of the purpose of the purchase written on the back must be submitted. Credit card receipts/statements will be accepted if an adequate description of the purchase is provided.

d. The maximum educational assistance reimbursement available is \$5,250 per year per employee.

e. This employee educational assistance program will end on December 31, 2010, or at any time prior to that date if it is determined that this program is not in compliance with IRS guidelines for a deductible business expense of the Corporation.

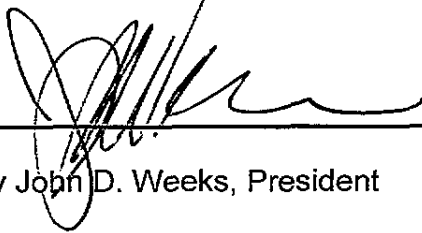
FOURTH: No amendment herein provides for an exchange, reclassification or cancellation of issued shares.

FIFTH: The date of each Amendment's adoption shall be November 24, 2003.

SIXTH: Adoption of Amendments:

The Amendments were unanimously approved by the shareholders. The number of votes cast for the amendments were sufficient for approval.

Signed this 24th day of November, 2003:

A handwritten signature in black ink, appearing to read 'J. D. Weeks', is written over a horizontal line.

By John D. Weeks, President

Seal