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8 September, 1998

Secretary of State
Division of Corporations
Amendment Division
P.O. Box 6327
Tallahassee, Florida 32314

FILED
98 SEP 25 PM 3:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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*****35.00 *****35.00

RE: UNIQUE ITEMS, INC.

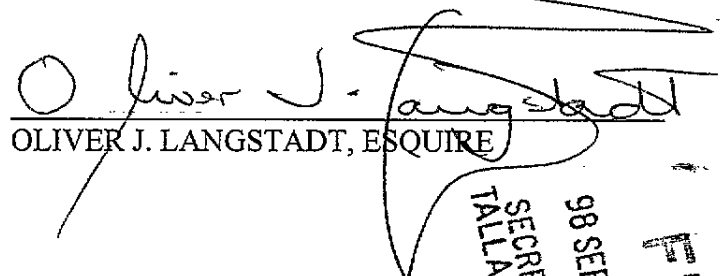
Dear Sir or Madam:

Enclosed herein please find Articles of Amendment to Unique Items, Inc., along with check number 2197, in the amount of \$35.00, representing the filing fee for said Amendment.

Thank you for your kind cooperation in this matter and, should you have any questions or concerns, please do not hesitate to contact me.

Very truly yours,

RODRIGUEZ LANGSTADT & AGUERO


OLIVER J. LANGSTADT, ESQUIRE

OJL:al
Enclosure (Articles of Amendment)

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TALLAHASSEE, FLORIDA



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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 17, 1998

OLIVER J. LANGSTADT, ESQ.
RODRIGUEZ LANGSTADT & AGUERO
815 PONCE DE LEON BLVD., 2ND FLOOR
CORAL GABLES, FL 33134

SUBJECT: UNIQUE ITEMS, INC.
Ref. Number: P98000043076

RECEIVED
93 SEP 25 AM 8:13
DIVISION OF CORPORATIONS

We have received your document for UNIQUE ITEMS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The amendment must be adopted in one of the following manners:

(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.

(a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-

(b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

(2) If an amendment was adopted by the incorporators or board of directors without shareholder action.

(a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 398A00047159

ARTICLES OF AMENDMENT TO
UNIQUE ITEMS, INC.

WHEREAS, Unique Items, Inc., was incorporated with the State of Florida pursuant to all applicable Florida Statutes, Rules and Regulations;

WHEREAS, Articles of Incorporation for Unique Items, Inc., were filed with the Secretary of State on the 11th day of May, 1998, and assigned Document No. P98000043076; and

WHEREAS, pursuant to the provisions of Section 607.1006 Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to Articles of Incorporation.

FIRST - The corporation shall have a new address as follows:

UNIQUE ITEMS, INC.
1455 N.E. 121st Street
Suite #A-301
Miami, Florida 33161

SECOND - The date of this amendment to the Articles of Incorporation is the 9th day of July, 1998.

SIGNED: this 20 day of JULY, 1998.

UNIQUE ITEMS, INC.

By: 

MICHAEL SCHWEIGER

Title: President/Vice President/Secretary/Treasurer

THIRD - The Amendment is approved by the shareholders and the number of votes cast for the Amendment by the shareholders was sufficient for approval.

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TALLAHASSEE, FLORIDA