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To:

Division of Corporations

Fax Number

: (850)922-4000

Account Name

: FAS-T CORP. AGENTS, INC.

Account Number : 071001002335 Phone

: (305)599-0839

fax Number

: (305)716-0346

BASIC AMENDMENT

BOXES CONNECTION, INC.

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Certificate of Status	0
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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

BOXES CO	NNECTION, INC.
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{pi	resent name)

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: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE VII
BOARD OF DIRECTORS HAD MEETING ON DECEMBER 1, 1998
AND ELECTED THE FOLLOWING OFFICERS FOR ONE YEAR TERM
LISETTE A ANDINO PRESIDENT AND TREASURER
14441 S.W. 156TH AVENUE
MIAMI, FL. 33196

IVAN ANDINO VICE-PRESIDENT, SECRETARY 14441 S.W. 156 AVENUE MIAMI, FL 33196

98 DEC 14 PN 3: 19
SECRETARY OF STATE
ANASSEE, FLORIDA

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

Prepared by: JSP Associates, Inc. 7801 SW 24th St. #107 Miami, F1 33155 (305) 262-8947

THIRD:	The date of each amendment's adoption: DECEMBER 1, 1998	
FOURTH	I: Adoption of Amendment(s) (CHECK ONE)	
×	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.	
The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):		
	The number of votes cast for the amendment(s) was/were sufficient	
	for approval by	
E	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.	
Ξ	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.	
Signature	Signed this 1 day of DECEMBER 1998	
	(By the Chairman of Vice Chairman of the Board of Directors, Prosident or other officer if adopted by the shareholders)	
	OR	
(By a director if adopted by the directors)		
	OR	
(By an incorporator if adopted by the incorporators)		
LISSETE A. ANDINO Typed or printed name		
PRESIDENT		
	Tills	