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THE UNITED STATES GORPORATION			00 AUG 15 PM 2:58
CUMPANT	ACCOUNT NO. :	072100000032	TALLAHASSEE FLORIDA
			TORIUA

REFERENCE :

AUTHORIZATION

798562

COST LIMIT : \$ 35.00

ORDER DATE: August 15, 2000

ORDER TIME : 12:38 PM

798562-005 ORDER NO. :

CUSTOMER NO: 97371A

CUSTOMER: Steve Daniels, Esq

Arnstein & Lehr

Suite 600

515 N. Flagler Drive

West Palm Beach, FL 33401

DOMESTIC AMENDMENT FILING

HOTSPOTS MULTIMEDIA, INC. NAME:

ARTICLES OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: XX PLAIN STAMPED COPY

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

AMENDMENT TO ARTICLES OF INCORPORATION OF HOTSPOTS MULTIMEDIA, INC.

00 AUG 15 PM 2:58

ALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation's Act, the undersigned Corporation adopts the following Articles of Amendment to the Articles of Incorporation.

- 1. Article I is hereby amended to read as follows: The name of the Corporation shall be DEL BOCA JEWELRY EXCHANGE & FASHION CENTER, INC.
- 2. The Amendment to the Articles of Incorporation were adopted on June 15, 2000.
- 3. The Amendment was approved by unanimous consent of all of the Shareholders. The number of votes cast for approval were sufficient.

In all other respects, the Articles of Incorporation shall remain as they were prior to this Amended being adopted.

IN WITNESS WHEREOF, we hereby set our hands and seals this 15th day of June, 2000.

ATTEST:	HOTSPOTS MULTIMEDIA, INC.
Ву:	Ву:
Secretary	Steve Hughes, President

(Corporate Seal)

Sty Min

STATE OF FLORIDA COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 10th day of August, 2000 by Steven Hughes, President of HOTSPOTS MULTIMEDIA, INC., who is:

 \underline{x} personally known to me, **OR**

____ has produced _____ as identification.

NOTARY PUBLIC

My Commission Expires:

92422 2

