



P 99000107278

236 East 6th Avenue . Tallahassee, Florida 32303

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Amendment

1.) Direct Imports, Inc.
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

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3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

C. COULLIETTE JAN 21 2000

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
DIRECT IMPORTS, INC.

1. The name of the Corporation is: DIRECT IMPORTS, INC.

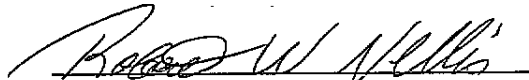
2. Article III of the Articles of Incorporation of DIRECT IMPORTS, INC. is hereby amended to read in its entirety as follows:

ARTICLE III. CAPITAL STOCK

The aggregate number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is Ten Thousand (10,000) shares of Common Stock having a par value of \$.001 per share. The Board of Directors of this Corporation shall have the power to divide and issue the Common Stock into one or more series and to determine the limitation and relative rights of each such series, consistent with the laws of the State of Florida. Shares of one series may be issued as a share dividend in respect of shares of another series.

3. The foregoing amendment was unanimously adopted by the sole Director of the Corporation on January 14, 2000 and was approved on January 14, 2000 by written consent of the sole Shareholder of the Corporation sufficient for the approval of the foregoing amendment.

IN WITNESS WHEREOF, I have executed these Articles of Amendment this 14th day of January, 2000.


ROBERT W. NELLIS, PRESIDENT

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