

P99000/07286

Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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To:

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Fax Number : (850) 922-4000

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Account Name : EMPIRE CORPORATE KIT COMPANY
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00 MAR -9 AM 9:11

DIVISION OF CORPORATIONS

BASIC AMENDMENT

SIMON SAYS ART GALLERY, INC.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

00 MAR -9 PM 12:55

FILED

Certificate of Status	0
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Page Count	03
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Name Change
&

Amendment

D. CONNELL MAR 09 2000

MAR-09-2000 09:05

EMPIRE CORP

305 541 3770 P.01/03



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 6, 2000

SIMON SAYS ART GALLERY, INC.
2333 BRICKELL AVENUE, MEZZANINE SUITE
MIAMI, FL 33129

SUBJECT: SIMON SAYS ART GALLERY, INC.
REF: P99000107286

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The current name of the entity is as referenced above. Please correct your document accordingly.

PLEASE CORRECT THE OLD NAME SHOWN UNDER ARTICLE I.

PLEASE CORRECT WORDING AMENDMENT I & VII TO READ: ARTICLE I AND ARTICLE VII AND ADD A TITLE SUCH AS, CORPORATE NAME AND OFFICERS/DIRECTORS.

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) 487-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: E00000009831
Letter Number: 500A00012192

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ARTICLES OF AMENDMENT
TO
ARTICLE OF INCORPORATION
OF

SIMON SAYS ART GALLERY, INC.

(PRESENT NAME)

Pursuant to the provisions of section 607.1006, Florida States, this 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 I

Add: SIMON SAYS ENTERPRISES, INC.

Remove: SIMON SAYS ART GALLERY, INC.

ARTICLE VII

Add: Mr. LUIS PHELIPE RIOS President / DIRECTOR
2333 BRICKELL AVENUE
MEZZANINE SUITE
MIAMI, FL. 33155

Remove: Mr. HERNAN RESTREPO President / DIRECTOR
562004 ARBOR CLUB WAY, #27
BOCA RATON, FL. 33433

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:

THIRD: The date of each amendment's adoption : FEBRUARY 29, 2000,

Ydelsy Q. Forte, P. A.
2333 Brickell Avenue
Mezzanine Suite
Miami, Florida 33129

FLORIDA BAR # 300993

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FOURTH: Adoption of Amendment(s) (CHECK ONE)

X The amendment(s) was/were approved by the shareholders. The number of votes 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 _____"

Voting group

___ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

___ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 29TH of February 2000

Signature _____

(By the President)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Luis Felipe Rios

Type or printed name

President

Title

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