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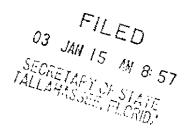
Please advise by Email of acceptance of the name change.

BENCO @ FON. COM

I have also included fees for a certified of the amendment.

Thank fore mut Bien

ARTICLES OF AMENDMENT ARTICLES OF INCORPORATION **OF**



BENCO	PARTY	FAVORS.	INC	<u>-</u> .
	(pre	sent name)		
(E	5 4// 9 Document Number	タン of Corporation (If kn	own)	

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)

Change the name to BENCO WAREHOUSE INC, #1 ENTITY NAME

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: $\frac{1-13-03}{}$.				
FOURTE	: 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				
ď	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.				
Signature	Signed this/3 day of				
	OR				
	(By a director if adopted by the directors)				
	OR				
	(By an incorporator if adopted by the incorporators)				
	MARIC W B/ERY (Typed or printed name)				
	PRESIDENT Director (Title)				