

S66639

7/16/98

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

4:44 PM

((H98000013251 7)))

TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305) 541-3694

ACCT#: 072450003255

FAX #: (305) 541-3770

NAME: H. & A. JEWELRY COMPANY
AUDIT NUMBER.....H98000013251
DOC TYPE.....BASIC AMENDMENT
CERT. OF STATUS..0
CERT. COPIES.....1

PAGES..... 2
DEL.METHOD.. FAX
EST.CHARGE.. \$87.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM CAPS Connect: 00:10:26

FILED
98 JUL 21 AM 10:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
98 JUL 21 AM 8:13
DIVISION OF CORPORATIONS

Have
Change
07-21-98

7/16/98

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

4:44 PM

((H98000013251 7))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: H. & A. JEWELRY COMPANY

AUDIT NUMBER.....H98000013251

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 2

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$87.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM CAPS Connect: 00:10:26

FILED
98 JUL 21 AM 10:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DIVISION OF CORPORATIONS

98 JUL 17 PM 12:51

RECEIVED

JUL-17-1998 12:02:51 EMPIRE CORP. 305 541 3770 P.01/02

7/16/98

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

4:44 PM

((H98000013251 7))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: H. & A. JEWELRY COMPANY
AUDIT NUMBER.....H98000013251
DOC TYPE.....BASIC AMENDMENT
CERT. OF STATUS..0
CERT. COPIES.....1

PAGES..... 2
DEL.METHOD.. FAX
EST.CHARGE.. \$87.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM CAPS Connect: 00:10:26

DIVISION OF CORPORATIONS

98 JUL 17 AM 8:36

RECEIVED



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 17, 1998

H. & A. JEWELRY COMPANY
5796 SUNSET DR
SUITE 0-305
MIAMI, FL 33143US

SUBJECT: H. & A. JEWELRY COMPANY
REF: S66639

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 document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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. #: H98000013251
Letter Number: 198A00038196

H98000013251

**CERTIFICATE OF
AMENDMENT OF ARTICLES OF INCORPORATION
OF
H. & A. JEWELRY COMPANY**

FILED
98 JUL 21 AM 10:28
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

The undersigned, Director, of H. & A. Jewelry Company, a Corporation organized under the laws of the State of Florida certifies that:

1. Amendment adopted: Article I - Name - the name of the Corporation is amended to H. & A. JEWELRY & GIFT CO.
2. The date of adoption of the above amendment is Monday, July 13, 1998.
3. The undersigned is the sole Director of the Corporation. The Amendment was approved by the shareholders. The number of votes cast for the Amendment were sufficient for approval.

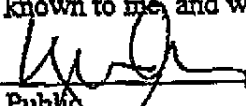
The amendment has been effected pursuant to the Laws of the State of Florida Statutes 607.1005 and 607.1006 and upon a proper corporate resolution authorizing the execution and filing of a certificate of amendment.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 13th day of July, 1998.



Lory Horn, Director / President

SWORN TO AND SUBSCRIBED before me this 13th day of July, 1998 by Lory Horn, the Director of the Corporation above described, personally known to me, and who took an oath.



Notary Public

PREPARED BY:
STEPHEN A. FREEMAN, ESQ. - 146795
FREEMAN BUTTERMAN & HABER, LLP.
520 BRICKELL KEY DRIVE, SUITE 0-305
MIAMI, FLORIDA 33131

(305) 374-3800



H98000013251