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May 29, 2001

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Secretary of State
Division of Corporations
Bureau of Corporate Records
409 East Gaines Street
Tallahassee, FL 32301

VIA UPS NEXT DAY DELIVERY

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-05/30/01--01093--006
*****43.75 *****43.75

Re: I.F.A.E. International Fine Art Expositions, Inc.

Gentlemen:

Enclosed is an original and one copy of the Articles of Amendment of the Articles of Incorporation of I.F.A.E. International Fine Art Expositions, Inc., along with a check in the amount of \$43.75 payable to the Florida Department of State. Kindly accept the enclosed for filing.

Please return a certified copy of the Articles of Amendment to the undersigned at your convenience. Thank you for your cooperation in this matter. If you have any questions, please feel free to call.

Sincerely,


James Sopko

JS/mac

Enclosures

cc: David Lester, President

[/ifae/lr-dept.ofstate-amend.20010529]

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MAY 30 PM 12:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF AMENDMENT OF THE
ARTICLES OF INCORPORATION OF
I.F.A.E. INTERNATIONAL FINE ART EXPOSITIONS, INC.**

The undersigned, as the Secretary of I.F.A.E. INTERNATIONAL FINE ART EXPOSITIONS, INC., states that the following Articles of Amendment to the Articles of Incorporation were adopted by the Board of Directors and the Shareholders on May 29, 2001.

1. The name of the Corporation is I.F.A.E. INTERNATIONAL FINE ART EXPOSITIONS, INC.

2. The Articles of Incorporation are amended so that a new Article I is amended to read in its entirety as follows:

"The name of the corporation is LESTER EXPOSITIONS, INC."

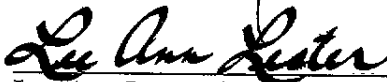
3. This Amendment was adopted by the unanimous consent of all Shareholders and all Directors on May 29, 2001.

Dated at Stuart, Florida, this 29 day of May, 2001.

I.F.A.E. INTERNATIONAL FINE ART
EXPOSITIONS, INC.



David Lester, President



Lee Ann Lester, Secretary

FILED
MAY 30 PM 2:57
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA