PO 1000008005 GEORGE G. PAPPAS, P.A.

Attorneys at Law

901 N. Hercules Ave., Ste. D Clearwater, FL 33765 Ofc. (727) 298-8880 Fax (727) 298-8885

February 20, 2001

Secretary of State Division of Corporations PO Box 6327 Tallahassee, FL 32314

RE:

Amendment to Articles

Mom's Tatoos, Inc. - address

Dear Sir/Madam:

I am enclosing herewith an original copy of Articles of Amendment for the above-named corporation along with a check in the sum of \$35.00 for costs of filing.

Please file the original of the enclosed Articles of Amendment and send confirmation to the undersigned.

Your prompt attention to this matter would be appreciated.

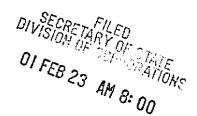
Very truly yours

George G. Pappas

Attorney

GGP/gc Enc.

amend



ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

MOM'S TATTOOS,	INC,	
(present name)		

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)

ARTICLE VI: The principal place of business is 1110 Overcash Dr. Unit E, Dunedin, FL 34698.

ARTICLE VII: The address for the intial director, Jordan Rubin, is: 1110 Overcash Dr., Unit E., Dunedin, FL 34698.

ARTICLE IX: The address for the registered agent, Jordan Rubin, is: 1110 Overcash Dr., Unit E, Dunedin, FL 34698.

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:

ÉA.

THIRD: The date of each amendment's adoption: 2 - 20 - 0/	-
FOURTH: 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"	
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 20 day of February, 19 2001.	=
Signature Jande 2	
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)	
OR .	
(By a director if adopted by the directors)	
OR	
(By an incorporator if adopted by the incorporators)	
Jordan Rubin	
Typed or printed name	.· -
President/Director/Shareholder	
Title	