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BASIC AMENDMENT

1017 DECOPLAGE, INC.

Certificate of Status	0
Certified Copy	1
Page Count	02
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Amendment

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**ARTICLES OF FIRST AMENDMENT TO
ARTICLES OF INCORPORATION OF
OF
1017 DECOPLAGE, INC.**

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The undersigned, being the sole Incorporator of 1017 Decoplage Inc., a Florida corporation, hereby certifies that:

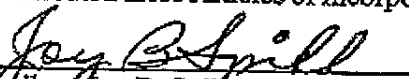
1. The name of the corporation is : 1017 Decoplage, Inc.
2. The corporation was formed May 22, 2001 under document number P01000051037.
3. Article VII of the Articles of Incorporation is amended to correct a typographical error which incorrectly identified the initial director as Louis Gibbs. The correct name of the initial director is Louisa Gibbs. Therefore Article VII of the Articles of Incorporation is amended by deleting the name and address of the initial director and the following name and address is inserted in lieu thereof:

The name(s) and address(es) of the initial director(s) of this corporation is/are:
NAME ADDRESS

LOUISA GIBBS 15 Catherine Grove, Greenwich, London
SE108BS

4. In all other respects, the Articles of Incorporation shall remain unchanged and in full force and effect.
5. This amendment to Articles of incorporation was effected by the Subscriber without shareholder action to correct a simple typographical error.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 3 day of July, 2001.


Subscriber Joy B. Spill
(Corporate Seal)

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

Joy B. Spill, Esq. Fla Bar #403148
9100 S. Dadeland Blvd., Suite 504
Miami, Florida 33156 Phone: 305-670-6750

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The foregoing instrument was acknowledged before me this 3rd day of July, 2001 by Joy B. Spill on behalf of 1017 Decoplage Inc.

My commission expires:

Lisette C. Valdes
NOTARY PUBLIC
STATE of FLORIDA AT LARGE

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