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BASIC AMENDMENT

SEA STARS, TALENT AGENCY INC.

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SEA STARS, TALENT AGENCY INC.

Pursuant to the provisions of Sections 607.1003 and 607.1006 of the Florida Statutes, the undersigned corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is:

SEA STARS, TALENT AGENCY INC.

2. The Articles of Incorporation are hereby amended by deleting Article I in its entirety and substituting therefor the following:

"ARTICLE I

Name

The name of the corporation is:

BELLISSIMA WORLDWIDE, INC."

3. The foregoing Amendment was adopted by all of the shareholders and directors of the corporation on August 22, 2002, in the manner prescribed by Section 607.1006 of the Florida Business Corporation Act. The number of votes cast for the amendment by the shareholders was sufficient for approval of the shareholders.

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this
27th day of August, 2002.

(Corporate Seal)

SEA STARS, TALENT AGENCY INC.

By:


Sally Brinkrant, President

Brad K. Saunders, Esq.
Fowler White Burnett P.A.
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