

P96000088095

TO: Secretary of State, Division of Corporations:
Amendment Section:

Enclosed please find an original and one(1) copy of
Amended Articles of Incorporation for: SENSUAL ADVENTURES, ETC. INC.

Please record same. I would appreciate a return filed/stamped
copy. Enclosed is a money order in the amount of \$35.00 dollars-
(the filing fee for articles of amendment).

For your convenience, there is a PRE-PAID RETURN Federal
Express envelope for the mailing back of same.

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-01/31/97--01037--008
*****35.00 *****35.00

Thank You for your cooperation

If any questions please call - (305) 651-9292.

Document Number = P96000088095

Sandra Lien
1689 N. Hiatus Rd.
Pembroke Pines, FL 33026

Amend

VS JAN 29 1997

FILED
97 JAN 22 PM 3:58
RECEIVED
97 JAN 22 AM 9:48
DIVISION OF CORPORATIONS
TALLAHASSEE FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

SENSUAL ADVENTURES, ETC. INC.

FILED
97 JAN 22 PM 3:58
SECRETARY OF STATE
TALLAHASSEE FLORIDA

(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)

Amended-ARTICLE VIII

Subscriber - Article VIII

The name(s) and address(es) of the Initial Incorporators and Subscribers to these ARTICLES OF INCORPORATION, the number of Shares that they agree to Subscribe to and the aggregate value of said consideration is as follows:

<u>Names & Addresses</u>	<u>No. of Shares</u>	<u>Consideration</u>
1. Alma Sussman 8967 Taft Street Pembroke Pines, FL 33026	49	\$10.00 (per share)
2. Sandra Lien 8967 Taft Street Pembroke Pines Fl 33026	51	\$10.00 (per share)

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:

Reclassification stated above.

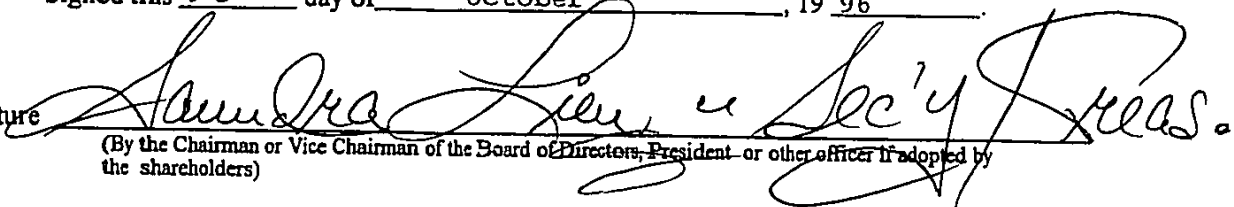
THIRD: The date of each amendment's adoption: October 28, 1996

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 _____"
voting group
- 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 28 day of October, 19 96

Signature

 *Sandra Lien, Sec'y / Treas.*

(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)

SAUNDRA LIEN

Typed or printed name

SECRETARY / TREASURER

Title