204999

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LAW OFFICES

STABINSKI & FUNT, P.A.

Luis Stabinski, Esq.

Reply to: Miami Office 757 N.W. 27th Avenue Third Floor Miami, Florida 33125 Telephone: (305) 643-3100 Facsimile: (305) 643-1382

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October 29, 2003

Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

RE: Chi-Chi Fashions Corp.

Doc. # 204999

To whom it may concern:

Enclosed please find Articles of Amendment to Articles of Incorporations of Chi-Chi Fashions Corp. and a check in the amount of \$43.75.

If you have any questions or concerns, please feel free to contact me at your earliest convenience.

Best regards,

STABINSKI & RUNT, P.A.

Luis Stabinski, Esq.

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ALLAHASSEE. FLORIDA

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

CHI-CHI FASHIONS CORP.

(Present Name)

204999

(Document Number of Corporation (If known)

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)

Stabinsky, Diane 11 Island Ave., #604 Miami Beach, FL

Ms. Diane Stabinsky should be deleted as President and Director, and should be added as Treasurer.

Stabinski, Luis 757 N.W. 27th Ave., Third Floor Miami, FL 33125

Mr. Luis Stabinski should be added as President and Director.

Stabinski, Bell 757 N.W. 27th Ave., Third Floor Miami, FL 33125

Ms. Bell Stabinski should be added as Secretary.

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:

THIRD:	The date of each amendment's adoption: October 28, 2003
FOURTH	I: Adoption of Amendment(s) (CHECK ONE)
ב	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 byvulleting group
	.cang g.oup
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
Ū	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signature: Signature: Sign

(Title of person signing)