

To Craig Overlock

5/17/00

K24620

I, Lori Steele, release you of any financial obligations past or present that are from NU-2-U Boutique Co Inc.

ex: taxes, payroll, IRS, income tax, or any other financial occurrence. It is the sole responsibility of Lori Steele

Lori Steele

Mary K. Gulab

300003250553-6
-05/12/00-01062-014
***35.00 ***35.00

NU-2-U
1764 NW U.S.
Stuart, FL
34994

561-692-9840

FILED
00 JUN -5 PM 4:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDED
KRB

4 6-5



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 24, 2000

LORI STEELE
NU-2-U
1764 NW U STREET
STUART, FL 34994

SUBJECT: NU-2-U BOUTIQUE CO., INC.
Ref. Number: K24620

We have received your document for NU-2-U BOUTIQUE CO., INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

The name and title of the person signing the document must be noted beneath or opposite the signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 000A00029615

RECEIVED
00 JUN -5 PM 3:33
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

NU-2-U Boutique Co Inc

(present name)

FILED
00 JUN -5 PM 4:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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)

Delete Donald Zuckerman president/vice
Delete Steven J Steele " "

Add Craig A Overlock as owner
954 SE Bayfront Ave
Port St Lucie, FL 34983 president.

Craig A Overlock
new owner president

Steven J Steele
secretary

Steven J Steele
former president

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:

May 7, 00.

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 7th day of May 2000.

Signature

Dori Stell Secretary
(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)

Typed or printed name

Title