

L04000046631

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. New World Cosmeceutical, LLC
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

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NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

Examiner's Initials

ARTICLES OF AMENDMENT
to
ARTICLES OF ORGANIZATION
of

NEW WORLD COSMECEUTICAL, LLC

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FIRST: The date of filing of the articles of organization was June 22, 2004 and assigned document number L04000046631

SECOND: The following amendments to the articles of organization were adopted by the limited liability company:

(a) ARTICLE 7 is deleted in its entirety and replaced with the following new material:

"7. The Company shall be managed by its co-managers as follows:

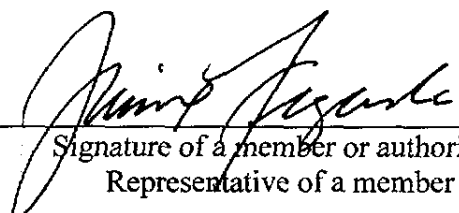
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Richard Giles - MGR
6300 Sagewood Dr #H-400
Park City, Utah 84098

John A. Willimann - MGR
3554 Albermarle Street
Washington, DC 20008"

Date: August 23, 2004.



Signature of a member or authorized
Representative of a member

JAIME A. FIGAROLA

Typed or printed name of signer