

February 3, 2000

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

400003131784--1 -02/10/00--01108--003 *****35.00 *****35.00

RE: Del Prado Home Decor & Bath, Inc.

Dear Sirs:

Enclosed please find the Articles of Amendment to Articles of Incorporation for the above identified Corporation, and a check in the amount of \$35.00 for the filing fee.

Please direct any questions and your response to the following address:

Hill & Company, CPA, P.A. 1318 Lafayette Street Cape Coral, FL 33904

Thank you.

Thomas W. Hill

Hill & Company, CPA, P.A.

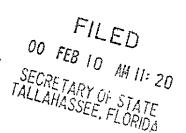
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Enclosures

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



 		DECOR	 BATH,	INC.
 (President Pr	4777.00		 	

Pursuant to the provisions of section 607.1006, Florida Statutes, this 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)

Article I.

The name of the corporation is: DEL PRADO HOME DECOR, INC.

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:

FO	URTH: Adoption of Amendment(s) (CHECK ONE)
X	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 day 4th of FEBRUARY 19-3,000
	Signature Stanley Co: ch (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)
	Tamara Reich - Pres/Director
	Stanley Reich - Director/ Secty
	Typed or printed name
	Title