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NAME: FRAGRANCE EXPRESS, INC.

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Articles of Amendment
Changing Corporate Name From
Fragrance Express Inc.
to
Fragrance Express of Florida Inc.

Article I. Name

The name of this corporation is Fragrance Express Inc.

Article II. Amendment

The Articles of Incorporation of the Corporation are amended so that the name of the Corporation is changed from Fragrance Express Inc. to Fragrance Express of Florida Inc.

Article III. Date Amendment Adopted

The amendment set forth in these Articles of Amendment was adopted on February 20, 1997.

Article IV. Shareholder Approval of Amendment

The amendment set forth in these Articles of Amendment was proposed by the Corporation's Board of Directors and approved by the shareholders by a vote sufficient for approval of the amendment.

An authorized representative of the Corporation executed these Articles of Amendment on February 20, 1997.

Fragrance Express Inc.

Kara O'Donnell, Assistant Secretary

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Corporate Creations International Inc. 401 Ocean Drive #312 (Door Code 125) Miami Beach FL 33139-6629 (305) 672-0688