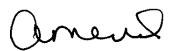
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### ARTICLES OF AMENDMENT

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TO

SECRETARY OF STATE TALLAHASSEE. FLORIDA

# ARTICLES OF INCORPORATION

### **OF**

## BECAUSE I'M BEAUTIFUL GIRLS CLUB INC.

Pursuant to the provisions of section 617.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST:

The Directors of the Corporation are listed as follows:

Octavia Kearney Ava Williams Sandra Hawkin Keesha Kearney

SECOND:

The Directors of the Corporation shall be changed to:

Octavia Kearney Ava Williams Sandra Hawkin Keesha Kearney Aliette Pierre Joseph

whose addresses shall be the same as the principal address of the Corporation.

THIRD:

The date of the adoption of this amendment is the 24 June 2008 by the Members.



FOURTH: The Board of Directors has adopted a resolution setting forth this amendment of the Articles of Incorporation of the corporation. Said resolution was submitted to a vote at a special meeting of all of the Members of the corporation entitled to vote thereon. The amendment to the Articles of Incorporation was adopted unanimously by all of the Members at such meeting. The number of votes cast for the Amendment was sufficient for approval.

FIFTH:

This amendment shall be effective upon the filing with the Secretary of State of Florida.

Signed this 24 June 2008.

Octavia Kearney, Chairman of the Board of **Directors**