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BASIC AMENDMENT

KIDDLES, INC.

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Certificate of Status	0
Certified Copy	1
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ARTICLES OF AMENDMENT

ፐብ ARTICLES OF INCORPORATION

OF Kiddles, Inc.

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendments to its articles of incorporation:

FIRST: Amendment(s) adopted: Article V

ARTICLE V

The names and addresses of the Directors are: Shira I. Ackerman, 1221 Seaview Drive, North Lauderdale, FL 33068 Alissa Fischel, 662 NW 89th Avenue, Plantation, FL 33324

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: 01/10/01

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.

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FROM-BUSINESS FILLINGS INC

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Signed this	10 th day of January 2001
Signature: _	Slu J Cloken
	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer of adopted by the stareholders Shira I. Ackeriman
	SHIRA I Ackelman
	Typed or printed name President
	Title

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