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Florida Department of State

Division of Corporations

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Account Name : EMPIRE CORPORATE KIT COMPANY
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RECEIVED
01 MAR 28 PM 12:37
DIVISION OF CORPORATIONS

BASIC AMENDMENT

FASHION DIRECT INTERNATIONAL, INC.

FILED
01 MAR 28 PM 2:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AMEND
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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
FASHION DIRECT INTERNATIONAL, INC.**

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

FIRST: Amendment(s) adopted:

(a) Article Ninth of the Articles of Incorporation of FASHION DIRECT INTERNATIONAL, INC., is hereby amended to read as follows:

NINTH: The mailing address and principal office of the corporation is:
Fashion Direct International, Inc.
3575 N.E. 207th Street, Suite B20
Aventura, FL 33180

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: N/A

THIRD: The date of each amendment's adoption: March 23, 2001

FOURTH: Adoption of Amendment

The amendment(s) were adopted by the board of directors without shareholder action and shareholder action was not required.

Signed this 28 day of March, 2001.

Signature

Michael Bortnick

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

MICHAEL BORTNICK
Typed of printed name

Director/Vice-President
Title

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