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BASIC AMENDMENT

BABY SHOOS, INC.

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BABY SHOOS, INC.

The undersigned, on behalf of Baby Shoos, Inc., a Florida corporation (the "Corporation"), hereby files the following amendment to the Corporation's Articles of Incorporation:

1. The name of the Corporation is Baby Shoos, Inc.
2. The Corporation's Articles of Incorporation are hereby amended by deleting the current Article I in its entirety and replacing it with the following:

ARTICLE I
NAME

The name of this corporation shall be:

Aromakids USA, Inc.

3. Except as hereby amended, the Articles of Incorporation of the Corporation shall remain the same.
4. The Amendment hereby made to the Articles of Incorporation was approved by the Shareholders of the Corporation on October 25, 2002, which is sufficient approval, and was duly adopted by a written consent executed by all of the members of the Board of Directors on October 25, 2002.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to the Articles of Incorporation of Baby Shoos, Inc. this 25th day of October, 2002.

BABY SHOOS, INC.

By: Rene Vojnovic
Rene Vojnovic, President

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