Page 1 of 2

FAX NO. : sion of Corporations

Florida Department of State

Division of Corporations

Public Access System Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number : (850)922-4000

From:

Account Name : SERBER & ASSOCIATES,

Account Number: 120000000083

Phone (305) 932-6262

Fax Number (305) 933-9393

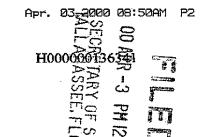
BASIC AMENDMENT

FASHION DEPOT.COM CORP.

| Certificate of Status | 1 |
|-----------------------|---------|
| Certified Copy | 1 |
| Page Count | 01 |
| Estimated Charge | \$52.50 |

A C. TANTON) EXPORTU

FAX NO. :



ARTICLES OF AMENDMENT OF FASHION DEPOT.COM CORP.

1. Article 1 of the Articles of Incorporation of FASHION DEPCH CORP. is hereby amended to read:

"The name of this Corporation shall be FASHION DEPOT CORP."

2. Article 6 of the Articles of Incorporation of FASHION DEPOT.COM CORP. is hereby amended to read:

The name and post office of the first Director of the Corporation is:

<u>Name</u>

<u>Address</u>

Oren Manelis

2065 N.E. 198th Terrace

North Miami Beach, Florida 33179

The foregoing Amendment was approved by the sole Director on March 31 sr, 2000 without shareholder action, and shareholder action was not required.

These Articles of Amendment shall be effective immediately.

IN WITNESS wherefore, the undersigned Director of this Corporation has executed these Articles of amendment, this _______ day of March, 2000.

OREN MANELIS, as Sole Director

STATE OF FLORIDA COUNTY OF MIAMI-DADE

Before me personally appeared OREN MANELIS, to me well known and known to me, to be the individual described in and who executed the foregoing instruments in the capacities stated above for FASHION DEPOT CORP., a Florida corporation, and severally acknowledged to and swore before me that he executed such instrument in such capacities, of said corporation, and that the seal affixed to the foregoing instrument is the corporate seal of said corporation and that it was affixed to said instrument by due and regular corporate authority, and that said instrument is the free act and deed of said corporation.

SWORN TO and subscribed before me, this 3/4 day of March, 2000.

Daniel Javier Serber

**My Commission CC676831

Earling November 13, 2003

Notary Public, State of Florida at Large Print Name:

My Commission Expires:

DJS/tDk/193