

Division of Corporations

P00000029677

RECEIVED
00 DEC 29 PM 2:37
DIVISION OF CORPORATIONS

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H00000067794 8))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 922-4000

From: Account Name : SERBER & ASSOCIATES, P.A.
Account Number : I20000000083
Phone : (305) 932-6262
Fax Number : (305) 933-9393

FILED
00 DEC 29 PM 3:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BASIC AMENDMENT

FASHION DEPOT CORP.

Certificate of Status	1
Certified Copy	1
Page Count	02
Estimated Charge	\$52.50

Amend

S. PAYNE JAN 1 - 2001

H000000677948

**ARTICLES OF AMENDMENT
OF
FASHION DEPOT CORP.**

FILED
00 DEC 29 PM 3:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

The Corporation is authorized to issue a maximum of Fifty Thousand (50,000) shares of common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

The foregoing Amendment was approved by the sole Director on December 28th, 2000 without shareholder action, and shareholder action was not required.

These Articles of Amendment shall be effective immediately.

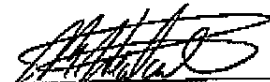
IN WITNESS wherefore, the undersigned Director of this Corporation has executed these Articles of Amendment, this 28th day of December, 2000.


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 28th day of December, 2000.


Notary Public, State of Florida at Large
Print Name: Matthew Wealcater
My Commission Expires:

MBW/w/228



H000000677948