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TALLAHASSEE, FLORIDA

BASIC AMENDMENT

ATLANTIC EDGE FASHIONS, INC.

Certificate of Status	0
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Amendment

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ATLANTIC EDGE FASHIONS, INC.**

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00 JUN 23 PM 4:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: Amendments adopted:

Article VI: Directors

Article VI shall be amended to reflect the correct name of Nuria Lopez, not Nuria "Spada". "Spada" shall be deleted after Nuria and replaced with "Lopez".

The corrected Article VI will read as follows:

The name and address of the initial board of directors shall be:
Alessandro Spada 14819 SW 139 Court Miami, FL 33186
Nuria Lopez 14819 SW 139 Court Miami, FL 33186

ARTICLE VII: Officers

Article VII shall be amended to reflect the correct name of the President Nuria Lopez, not Nuria "Spada".

The corrected Article VII will read as follows:

The name, title and address of the officers of this corporation shall be:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Nuria Lopez	President/ Treasurer	14819 SW 139 Court Miami, Florida 33186
Alessandro Spada	Vice-President/ Secretary	14819 SW 139 Court Miami, Florida 33186


SECOND: This amendment does not provide for exchange, reclassification or cancellation of issued shares as provisions for implementing the amendment do not require the exchange, reclassification or cancellation of issued shares.

THIRD: The date of the amendment's adoption: June 14, 2000.

FOURTH: Adoption of Amendment: The amendment was adopted by the incorporator without shareholder action and shareholder action was not required. Amendment was done to cure and rectify scrivener's error.

Signed this 19th Day of June, 2000.

Signature:


Incorporator
Lourdes Corvo