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BASIC AMENDMENT

TARTARUGA, CORP.

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**AMENDMENT TO ARTICLES
OF INCORPORATION FOR
TARTARUGA, CORP.**

I, the undersigned, being the sole shareholder of TARTARUGA, CORP., a Florida corporation, do hereby manifest my intention that ARTICLE ONE of the Articles of Incorporation of TARTARUGA, CORP., filed November 30, 2000, be hereby amended so that ARTICLE ONE of the Articles of Incorporation shall now read and provide as follows:

ARTICLE ONE - NAME

The name of this corporation shall be:

MIMI AND MAX, INC.

This Amendment was adopted by the sole Shareholder on January 8th, 2003. The number of votes cast for the amendment was sufficient for approval signed this 10th day of January, 2003.

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ROBERTO KRELL, Stockholder, Secretary


MARIA CLAUDIA KRELL, President

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