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BASIC AMENDMENT

MIMI AND MAX, INC.

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**AMENDMENT TO ARTICLES
OF INCORPORATION FOR
MIMI AND MAX, INC.**

I, the undersigned, being the sole shareholder of MIMI AND MAX, INC., a Florida corporation, do hereby manifest my intention that ARTICLE ONE of the Articles of Incorporation of MIMI AND MAX, INC., 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

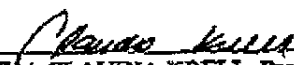
The name of this corporation shall be:

NICOLACCI & ME, INC.

This Amendment was adopted by the sole Shareholder on February 5th, 2003. The number of votes cast for the amendment was sufficient for approval signed this 6th day of February, 2003.



ROBERTO KRELL, Stockholder, Secretary



MARIA CLAUDIA KRELL, President

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