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**BASIC AMENDMENT**

**THE FACEMAKER SALON, CORP.**

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12/14/2004

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AMENDMENT TO THE ARTICLES OF  
INCORPORATION  
OF  
THE FACEMAKER SALON, CORP.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

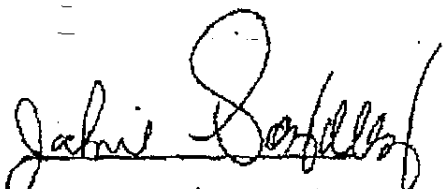
BEFORE ME, the undersigned authority, this day personally appeared Jacqueline M. Gonzalez first by me being duly sworn deposes and says:  
That pursuant to the provisions of section 607.1006, Florida Statutes; this corporation adopts the following articles of amendment to its articles of incorporation:

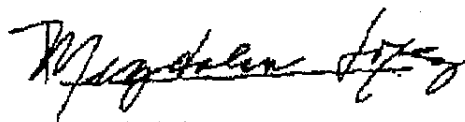
First: Be it amended that Article of Incorporation has been changed to include Migdalia Lopez as Secretary of the company.

Second: Be it amended that the corporation officers are hereby changed and shall hereafter be known as Jacqueline M. Gonzalez as President/ Vice-president/ Treasurer /Director, and Migdalia Lopez as Secretary/Director of the corporation.

Third: The date of the change of officers shall be effective on the date filed in the Office of the Secretary of State, Division of Corporations, State of Florida. This is adopted the 13<sup>th</sup> day of December 2004.

Fifth: The shareholders approved the amendment. The number of votes cast by the shareholders was sufficient for approval.

  
Jacqueline M. Gonzalez, President

  
Migdalia Lopez