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SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 APR -5 PM 1:09

Transmittal Letter

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: Basket Boutique, Inc. 59-3749491
Articles of Amendment to Articles of Incorporation

800005194918--0
-04/05/02--01033--009
*****43.75 *****43.75

Enclosed is an original and one (1) copy of an amendment to our articles of incorporation and a check for \$43.75 (\$35.00 for the fee and \$8.75 for a certified copy).

Please fax the papers to 904-287-1052 as soon as possible, and US Mail the original certified copy.

FROM: Beverly Pappas
Basket Boutique, Inc.
#165
11111-70 San Jose Blvd.
Jacksonville, FL 32223

(904) 751-8486

Amend.

V SHEPARD APR 10 2002

Articles of Amendment
to
Articles of Incorporation
Of

Basket Boutique, Inc.

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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: Amendment to Article Number 2: _____

The principle place of business and mailing address of the corporation is :

#165
11111-70 San Jose Blvd.
Jacksonville, FL 32223

SECOND: The Date of amendment to Article Numbers 2 is March 24, 2002.

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

Signed this 15th day of April, 2002
Signature Beverly A Pappas
Beverly Pappas
President