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DIVISION OF CORPORATIONS
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amend

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MILLER, MILLER & ASSOCIATES

ALLEN MILLER (321) 259-7704

Tax and Accounting Service 2087-A Sarno Road Melbourne, FL 32935

MARGE MILLER (321) 259-7566

October 19, 2005

Florida Dept. of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32301

Subj: Amendment to Articles of Incorporation of

GIRLS, INC. Document # P01000100782

Dear Sir:

Enclosed please find the following:

- 1. The original and one copy of the Amendment to Articles of Incorporation for the subject corporation. Please certify one copy and return it to the undersigned.
- 2. A check in the amount of \$43.75 to cover the filing fee.

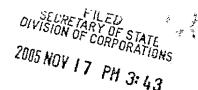
Kindly acknowledge filing of the Amendment to Articles of Incorporation, in compliance with Florida law and return the certified copy of the Amendment to Articles of Incorporation to Kobkit Palakavong at Miller, Miller, and Associates, 2087-A Sarno Road, Melbourne, Fl 32935; (321) 259-7704.

Thank you for your assistance in this matter.

Sincerely,

Allen Livillier, E

Tax Accountant



ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

GIRLS, INC. (present name)

P01000100782

(Document number of corporation)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

AMENDMENTS ADOPTED-(OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted

> Article VII BOARD OF DIRECTORS The Board of Directors names and addresses will change

From: KOBKIT PALAKAVONG

1288 Sarno Road Melbourne FL 32935

To: WARALEE DOLSITTHIYANONT

1908 Tyler Ave

Melbourne FL 32935

JITSUPA RUANGRATANA

1908 Tyler Ave

Melbourne FL 32935

If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

None

The date of each amendment's adoption: November 10, 2005.

Effective date if applicable:

Auopin	of Amendment(s) (eneck one)
Ø	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The amendment(s) was/were approved by the shareholders through voting groups.
	The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s): The number of votes cast for the amendment(s) was/were sufficient for approval
Ь	(voting group)
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signed th	nis day 10 of November 2005.
S	ignature Lity
	(By the Chairman of the Board of Directors, President, or other officer if adopted by the shareholders)
	OR (By a director if adopted by the directors) OR
	(By an incorporator if adopted by the incorporators)
	Kobkit Palakavong
_	Typed or printed name
	Director
	Title