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BASIC AMENDMENT

DERMALAGE INTERNATIONAL, INC.

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Amendment

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02/06/02
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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
DERMALAGE INTERNATIONAL, INC.
DOCUMENT NO. P02000001382

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Pursuant to the provisions of Section 607.1006, Florida Statutes, Dermalage International, Inc., a Florida profit corporation, adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: Amendment adopted: Article III is being amended in its entirety so that Article III shall now read as follows:

"Article III

Capital Stock

The total number of shares of Common Stock that the Corporation is authorized to issue is Ten Million (10,000,000) shares, each with a par value of \$0.001 per share."

SECOND: The foregoing amendment was approved by the written consent of the shareholders of Dermalage International, Inc. effective as of January 23, 2002. The number of votes cast for the amendment was sufficient for approval.

Signed as of January 23, 2002.

DERMALAGE INTERNATIONAL, INC.

BY: 

Stewart Padveen, President

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