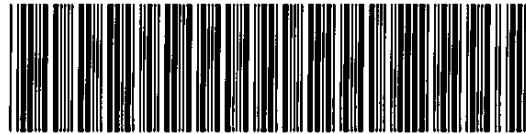


P02000003203



David A. Beaudrie
12820 Killarney Ct.
Odessa, FL 33556-5419



600109625086

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

09/21/07--01010--006 **35.00

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

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SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
07 SEP 21 PM 12:59

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Amend/Name chg
(1a 9.27.07

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

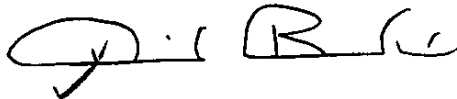
RE: David Beaudrie Botanicals, Inc.

Dear Sir or Madam:

Enclosed herewith are the original and a copy of an Amendment to the Articles of Incorporation of the above referenced corporation. Also enclosed is a check in the amount of \$35 to cover the filing fee.

Please return a copy of the Amendment to the Articles of Incorporation to me at the address that we have provided for you.

Sincerely,

A handwritten signature in black ink, appearing to read "D. Beaudrie". The signature is written in a cursive style with a large initial "D" and a checkmark-like flourish at the end.

David Beaudrie
President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 SEP 21 PM 12:59

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
David Beaudrie Botanicals, Inc.

1. ARTICLE I of the Articles of Incorporation of David Beaudrie Botanicals, Inc. is amended to read as follows:

ARTICLE I

The name of the corporation is Skin Holistic, Inc.

2. ARTICLE II of the Articles of Incorporation of David Beaudrie Botanicals, Inc. is amended to read as follows:

ARTICLE II

The principal place of business and address of said corporation shall be in Pinellas County, Florida, which address shall be 2753 State Road 580, Suite 102, Safety Harbor, FL, 34695.

3. The foregoing amendment was adopted by the shareholders of this corporation on September 11, 2007.

IN WITNESS WHEREOF the undersigned president, secretary and shareholders of this corporation have executed these Articles of Amendment on September 11, 2007.

[Signature]

President

[Signature]

Secretary

[Signature]

Shareholder

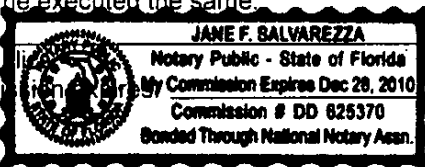
Shareholder

STATE OF FLORIDA
COUNTY OF PINELLAS

I hereby certify that on this day before me, an officer duly qualified to take acknowledgments, personally appeared, to me known to be the person described in and who executed the foregoing Amendment to Articles of Incorporation and acknowledged before me that he executed the same.

[Signature]
JANE F. SALVAREZZA

Notary Public
My commission expires



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First – That, Skin Holistic, Inc., organized under the laws of the State of Florida with its principal offices located, as indicated in the Articles of Incorporation, at City of Odessa, County of Hillsborough, State of Florida, has named David Beaudrie, located at 12820 Killarney CT., City of Odessa, County of Hillsborough, State of Florida, as its agent to accept service of process within the state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By: [Signature]
Resident Agent

[Signature]
President

[Signature]
Secretary

[Signature]
Shareholder

Shareholder

STATE OF FLORIDA
COUNTY OF PINELLAS

I hereby certify that on this day before me, an officer duly qualified to take acknowledgments, personally appeared, to me known to be the person described in and who executed the foregoing Amendment to Articles of Incorporation and acknowledged before me that he executed the same.

[Signature]
JANE F SALVAREZZA

Notary Public - State of Florida
My Commission Expires Dec 28, 2010
Commission # DD 625370
Bonded Through National Notary Assn.