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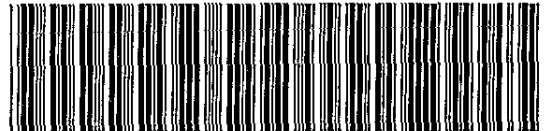
(Business Entity Name)

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TALLAHASSEE, FLORIDA

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**ADRIANA'S ACCESSORIES, INC..**

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30 NE 103<sup>RD</sup> Street  
Miami Shores, FL 33138

February 14, 2003

Department of State  
Division of Corporations  
Amendments Section  
P.O. Box 6327  
Tallahassee, Florida 32314

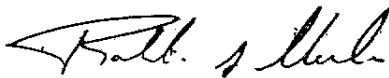
Re: ADRIANA'S ACCESSORIES, INC..  
EIN – 04-3600804  
Document # P02000015654

Dear Sir/Madame:

Enclosed please find the original and one copy of the Articles of Amendment to the Articles of Incorporation of ADRIANA'S ACCESSORIES, INC.. along with a check in the amount of \$43.75 representing the cost of a certified copy and filing fees.

We have enclosed a self-addressed, stamped envelope for your convenience in mailing back the certified copy.

Sincerely,



Roberto J. Herdocia  
President of ADRIANA'S ACCESSORIES, INC..

enclosures – as mentioned

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
ADRIANA'S ACCESSORIES, INC..

Pursuant to the provisions of Florida Statutes Section 607.1006 of the Florida General Corporation Act, the undersigned Corporation adopts the following Articles of Amendment to its Articles of Incorporation.

ARTICLE IV

The officers of the Corporation shall be:

President:	Roberto J. Herdocia
Vice President:	Rebecca Herdocia
Secretary:	Roberto J. Herdocia
Treasurer:	Beatriz Herdocia

The following amendment of the Articles of Incorporation was adopted by unanimous written consent by the Board of Directors and the corporation being December 1, 2002 in the manner prescribed by the Florida General Corporation Act:

The officers of the Corporation are amended as follows:

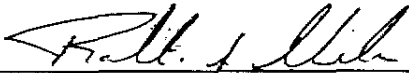
President:	Roberto J. Herdocia
Vice President:	Rebecca Herdocia
Secretary:	Roberto J. Herdocia
Treasurer:	Beatriz Herdocia

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TALLAHASSEE, FLORIDA

ADOPTION OF THE AMENDMENT

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

IN WITNESS THEREOF, the undersigned officers of the Corporation has executed these Articles of Amendment the 1<sup>st</sup> day of December, 2002.

  
Roberto J. Herdocia, President

  
Roberto J. Herdocia, Secretary

Paul Corp Check # 1233