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Division of Corporations

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DIVISION OF CORPORATIONS

BASIC AMENDMENT

JUST BEADED, INC.

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

June 20, 2003

JUST BEADED, INC.  
4302 HENDERSON BLVD  
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TAMPA, FL 33629

SUBJECT: JUST BEADED, INC.  
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ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION OF  
JUST BEADED, INC.

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03 JUL 11 PM 1:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1006 of the Florida Statutes, the Articles of Incorporation of JUST BEADED, INC., a Florida corporation (the "Corporation"), are hereby amended as follows:

1. The name of the Corporation is JUST BEADED, INC.
2. Article 1 of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

"ARTICLE I. NAME

The name of the corporation is:

The Gift Box, Inc."

3. The foregoing amendment was adopted on June 19 2003, by the written consent of the shareholders of the Corporation in accordance with the provisions of Sections 607.1003(6) and 607.0704 of the Florida Statutes.

4. The sole voting group entitled to consent in writing to this amendment is comprised of the holders of common stock, and the number of votes cast for the amendment by the written consent of that voting group was sufficient for approval by it.

IN WITNESS WHEREOF, the undersigned Vice President of the Corporation has executed these Articles of Amendment on the 19th day of June, 2003.

JUST BEADED, INC.

By: 

Theresa Canella, Vice President