P02000053243

13320 Wrevham CT Wellington, FL 33414-7769 (561) 790-0247

June 27, 2002

300006123713---4 -07/01/02--01058--009 ******43.75 ******43.75

Division of Corporations Attn: Amendment Section P.O. Box 6327 Tallahassee, FL 32314

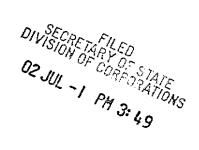
Re: Amendment of Articles BAS Design Corp

Please find a check enclosed in the amount of \$43.75 for the purpose of amending the Articles for BAS Design Corp.

Thank you.

SECRETARY OF STATIONS
DIVISION OF COMPOSATIONS
02 JUL -1 PM 3: 49

Amend.



ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

BAS DESTAN CORP. (present name)

P0200053243 (Document Number of Corporation (If known)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE V: Delete Fred Sternberg as VP/Treasurer

Change Name from Brooke Sternberg to Brooke A. Hilderbrand,
President/CEO

Change Name from Bonnie Sternberg to Bonnie Hilderbrand, V.P/Sec.

ARTICLE VI: Delete Fred Sternberg as Registered Agent

Add-Bonnie Hilderbrand as registered agent at

13320 Wreynam Ct. Wellington, FL 33414

I, Bonnie Hilderbrand agree to accept service of process for the above corporation. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my dustres, and I am familiar with and accept the obligation of my position as registered agent. Dennie flederbrand SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued BonNIE

follows:

shares, provisions for implementing the amendment if not contained in the amendment itself, are as Hilder brand

THIRD: 1	The date of each amendment's adoption: 6.26.02
FOURTH:	Adoption of Amendment(s) (CHECK ONE)
Z	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 by(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 this 26 day of June , 2002.
Signature >	(By the Chairman or Vice 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)
	BROOKE A. HILLERGRAND (Typed or printed name)
	DIRECTOR, PRESIDENT & CED

•

e ame