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Law Office ERIC P. STEIN

1820 Northeast 163 Street Suite 100 North Miami Beach, Florida 33162

> TELEPHONE: (786) 248-1000 FACSIMILE: (786) 248-1004

July 2, 2003

Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: Kids-Kids, Inc.

Document No: P02000091532

Dear Sir/Madam:

With reference to the above-captioned matter, enclosed for filing please find the following:

- 1. Articles of Amendment to Articles of Incorporation of Kids-Kids, Inc., adding Marcel Fischer as Secretary; and
- 2. My check in the amount of \$35.00 to cover filing fee of same.

If you have any questions or concerns, please feel free to contact me.

Sincerely,

ERIC P. STEIN, ESQ.

EPS:mg Enclosures

ARTICLES OF AMENDMENT TO TO ARTICLES OF INCORPORATION OF

KIDS-KIDS, INC.



(present name)

(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 III, as further amended on the 2003 Uniform Business Report, is hereby being amended to add the following officer:

MARCELO FISCHER as Secretary.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

NA

THIRD: T	the date of each amendment's adoption: 7/2/03.		
FOURTH:	Adoption of Amendment(s) (CHECK ONE)		
	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient <u>for</u> 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 east 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 2 day of July 2003		
Signature	× Sic Cher, ResidenT		
	(By the Charman 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)		
	Marcelo Fischer		
	(Typed or printed name)		
	President		
	(Title)		