

Division of Corporations

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BASIC AMENDMENT
PERFECT BODY & SKIN SPA INC.

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**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF**

PERFECT BODY & SKIN SPA INC.

(Present name)

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:

October 8, 2004

First : Amendment(s) adopted: AMENDED.

ARTICLE V - LOCATION

ARTICLE XVI - INITIAL BOARD OF DIRECTORS OF INCORPORATION

Second : The date of Adoption of the Amendments.

Third: Adoption of Amendments.

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First: Articles Amended**ARTICLE V - LOCATION**

The NEW Street, Address, City and State in which the principal office and the mailing address of the corporation is to be located are 9130 SW 5TH St #D Boca Raton, FL 33428. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE XVI - BOARD OF DIRECTORS

This Corporation has NOW Two (2) Officer. The name and post office address of the officer, who subject to the provisions of the Corporation and the statutes of the State of Florida, shall hold office for their successors have been elected and qualified, are as follows:

NAME	ADDRESS	
Marcilca S Souza President	22192 25C Boca Rancho Boca Raton, FL 33428	PT
Dulcinea de Assis Director	9130 SW 5 TH Street, apt D Boca Raton, FL 33428	D

Second: The date of adoption of the amendments.

The date of adoption of the amendments was October 8, 2004.

Third: Adoption of Amendment.

The Amendments were adopted by the shareholders.

IN WITNESS WHEREOF, the undersigned being the original subscribers to the capital stock here for the purpose of forming a corporation to do business in the State of Florida,



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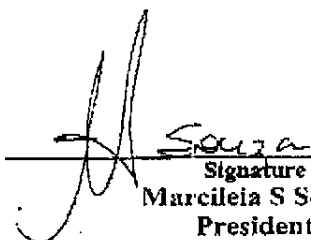
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under the laws of the State of Florida, do make and file these Amendment of Articles of Incorporation, here by declaring and certifying that the facts herein stated all true and do agree to take the number of shares herein set forth and hereunto set our hands and seals this October 8, 2004.



Signature
Marcileia S Souza
President



Signature
Dulcineia de Assis
Director