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Silk Paradise, Inc.

Date: 7/10/2003

To: Division of Corporations,

Cc: To Whom it May Concern

From: Silk Paradise, Inc.

Mailing Address: 5614 16th Ave. N., St. Petersburg, FL. 33710

Store Address: 2887 22nd Ave. N. Suite D, St. Petersburg, FL. 33713 Business Phone: (727) 327-3535 Home Phone: (727) 343-5650

RE: Amendment to Articles of Incorporation

Enclosed is my Amendment of the Articles of Incorporation for my company.

I originally issued only 1 share of stock because I didn't know any better. Now that I realize my mistake I would like to revise that number to 1,000. With 50 shares issued to me, William O'Neal (President) and 50 shares to Linda O'Neal (Vice President).

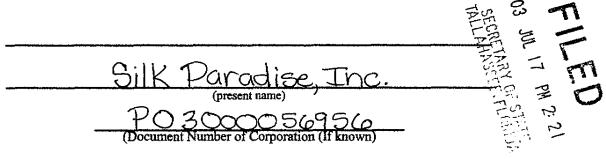
Thank you for your attention to this matter.

Sincerely,

William J. O'Neal

7/10/2003

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



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)

Amendment 1: To Revise Article IV

The number of shares the Corporation is Authorized to issue is 1,000.

50 shares to William J. O'Neal 5614 16th Ave. N., St. Petersburg, FL. 33710

50 shares to Linda A. O'Neal 5614 16th Ave. N., St. Petersburg, FL. 33710

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:

THIRD:	The date of each amendment's adoption: 7-10-03	
FOURTH	Adoption of Amendment(s) (CHECK ONE)	
Q	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	
		
u	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.	
12	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.	
	Signed this 10th day of July 2003.	
Signature_ William They		
	(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)	
	William J. O'Neal (Typed or printed name)	
	President Anarguator	

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