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BASIC AMENDMENT

MERLE NORMAN COSMETICS BY ANDREA, INC.

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

November 7, 2003

MERLE NORMAN COSMETICS BY ANDREA, INC.
8000 W. BROWARD BLVD.
STE. 121
PLANTATION, FL 33388US

SUBJECT: MERLE NORMAN COSMETICS BY ANDREA, INC.
REF: P03000088545

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Teresa Brown
Document Specialist

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Articles of Amendments

OF

MERLE NORMAN COSMETICS BY ANDREA, INC.

(Document Number: P03000088545)

New Name: COSMETICS BY ANDREA, INC.

Article I – NAME CHANGE

The new name of the corporation shall be:

COSMETICS BY ANDREA, INC.

Article II – OFFICER(S) AND/OR DIRECTOR(S)

The officer(s) and/or director(s) of the corporation is/are:

Title: P

Andrea Gonczol

8000 W. Broward Blvd., Ste. 121

Plantation, FL 33388 US

Title: VP

Robert Waknine

8000 W. Broward Blvd., Ste. 121

Plantation, FL 33388 US

Prepared By:

David Turchin, C.P.A., P.A.

8211 West Broward Blvd., Suite 200

Plantation, FL 33324-2726

Phone: (954) 472-3124

Fax: (954) 472-0067

Fax Audit Number: H030003130183

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Article III - Effective Date

The date of these Articles of Amendments shall be effective **November 07, 2003.**

Article IV - Adoption Date

The date these Articles of Amendments were adopted **November 07, 2003.**

Article V - Corporate Meeting

These Articles of Amendments were adopted by a meeting of the board of directors, a quorum being present.

The meeting's chairman was Andrea Gonczol.

These articles of amendments were approved by 100% vote of all outstanding stockholders.

Dated this 7th day of November, 2003.

Signed: Andrea Gonczol
Electronic Signature of Signing Director

Prepared By:
David Torchin, C.P.A., P.A.
8211 West Broward Blvd., Suite 200
Plantation, FL 33324-2726
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