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Division of Corporations

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BASIC AMENDMENT

VENUS COSMETIC CENTER, INC.

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
VENUS COSMETIC CENTER, INC.

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Pursuant to the provisions of Section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendments(s) adopted: Amendment # 1-The new President for the Corporation shall be Ivan Garcia, of 426 SW 8th Street, Suite 8 Miami, Florida 33130, Amendment #2, the Vice-President, Secretary and Treasurer shall be Rigoberto Posada Lazo, of 426 SW 8th Street, Suite 8 Miami, Florida 33130 and Amendment #3, the new registered agent for the Corporation shall be Rigoberto Posada Lazo, of 426 SW 8th Street, Suite 8 Miami, Florida 33130.

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: **June 1, 2005.**

FOURTH: The amendments were adopted by the board of directors without shareholder action and shareholder action was not required.

Signed this June 1, 2005

Venus Cosmetic Center, Inc.

By: 
Rigoberto Posada Lazo
Director

I hereby accept the obligations and responsibility of being the registered agent for the above referenced corporation.


Rigoberto Posada Lazo