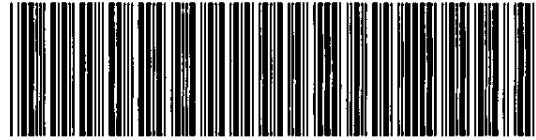


P04000125439



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- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
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SUBJECT: BA DESIGN GROUP, INC.
Ref. Number: P04000125439

We have received your document for BA DESIGN GROUP, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

If you have any questions concerning the filing of your document, please call (850) 245-6907.

Annette Ramsey
Document Specialist

Letter Number: 507A00007522

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

BA DESIGN GROUP, INC.

P04000125493

Pursuant to the provisions of sections 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 deleted)*

ARTICLE VI

LOCATION

The Principal and Mailing address will be:

1200 BRICKELL BAY DR. STE. 100

MIAMI, FL. 33131

ARTICLE .VII

BOARD OF DIRECTORS

The officers will be

GRADEL, ELIANA P.	Director	Add
3401 N. Country Club Dr. # 214 Aventura, Fl. 33180		
MOGRO, ROSALIA J.	Director	Add
1925 Brickell Ave. # 913 Miami, Fl. 33129		
CALVETE, LUIS E.	Director	Add
1925 Brickell Ave. # 913 Miami, Fl. 33129		
MOGRO, ROSALIA J.	President	Delete
GRADEL, ELIANA P.	President	Delete

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ARTICLE .VIII
SUBSCRIBERS

This name and the number or shares of stock subscribe to by each, will be:

NAME	SHARES
GRADEL, ELIANA P.	37.5%
MOGRO, ROSALIA J.	37.5%
CALVETE, LUIS E.	25.0%

ARTICLE XIII
REGISTERED AGENT

MOGRO, ROSALIA J.
1925 BRICKELL AVE. #913
MIAMI, FL. 33129

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: **01/26/2007**

FOURTH: Adoption of Amendment(s) (CHECK ONE)

The amendments(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval

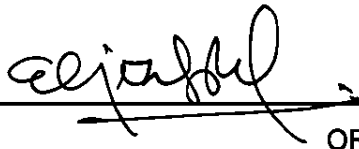
- The amendment(s) was/were approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

The number of votes cast for the amendment(s) was/were sufficient for approval by

- 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 day of 26 JANUARY 2007

Signature



OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

GRADEL, ELIANA P.

Name

DIRECTOR

Title