

MAR-14-2005 14:05

61 595371

P.01/03

P04000153134

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H05000057874 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)205-0380

From:

Account Name : MINTMIRE & ASSOCIATES
Account Number : I19990000043
Phone : (561)832-5696
Fax Number : (561)659-5371

RECEIVED

05 MAR 15 PM 1:50

DIVISION OF CORPORATIONS

**BASIC AMENDMENT
IN TIME WATCHES, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$43.75

FILED
05 MAR 15 PM 2:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing

Public Access Help

3/15/05
Amend + MC
ZB

MAR-14-2005 14:05
MAR-14-2005 13:43

561 6595371
561 6595371

P.02/03
P.02/03

H05000057874 3

**Articles of Amendment to the
Articles of Incorporation of
In Time Watches, Inc.**

Pursuant to the provision of section 607.1006, Florida Statutes, this 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)

ARTICLE I NAME

The name of the corporation shall be **In Time Luxury Group, Inc.** The principal place of business of this corporation shall be 277 Royal Poinciana Way, PMB 213, Palm Beach, FL 33480.

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:

N/A

THIRD: The date of each amendment's adoption: **March 7, 2005**

FOURTH: Adoption of Amendment(s) check one:

_____ 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 statements 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 _____"

(Voting Group)

 X The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

Donald F. Mintmire
Mintmire & Associates
265 Sunrise Avenue, Suite 204
Palm Beach, FL 33480
Bar No.: 402435

H05000057874 3

FILED
MAR 15 PM 2:43
SECRETARY OF STATE
ALLAHASSEE, FLORIDA

H05000057874 3

_____ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 7th day of March, 2005.

BY: _____

(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)

Lotfi Belhadi

Typed or printed Name

President and Sole Director

Title

Donald F. Mintmire
Mintmire & Associates
265 Sunrise Avenue, Suite 204
Palm Beach, FL 33480
Bar No.: 402435

H04000213688 3