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BASIC AMENDMENT

AMERICAN NAILS AND SKIN CARE, INC.

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

<u>AMERICAN NAILS AND SKIN CARE, INC.</u>

Pursuant to the provisions of section 607.1006, Florida Statues, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (Article V)

The current vice president/treasurer, Chin Chuang, has resigned from the corporation. The remaining officer(s)/director(s) have elected FRANK E. FEDAK as the new vice president/treasurer of American Nails and Skin Care, Inc.

Article V of American Nails and Skin Care, Inc. Articles of Incorporation shall include the following Officers/Directors:

NAME
ADDRESS
Frank E. Fedak
Vice President/Treasurer
Suite 106, 107 and 108
Boynton Beach, FL 33436

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: November 23, 2004

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

- o 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):

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	for approval by"
	voting group
	amendment(s) was/were adopted by the board of directors without shareholder ion and shareholder action was not required.
	amendment(s) was/were adopted by the board of incorporators without shareholder action older action was not required.
Sign	ned this 24th day of November, 2004.
Signature :	
9	(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)
	[*
•	SPENCER BRYANT SIEGEL, ESQ.
	Typed or printed name
	Incorporator/Registered Agent
	Title