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BASIC AMENDMENT

MICHAL NEGRIN RETAIL USA, INC.

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ALLAHASSEE FLORIDA

ARTICLES OF AMENDMENT

MICHAL NEGRIN RETAIL, USA, INC.

Pursuant to Florida Statues Section 607.1006, the Articles of Incorporation of the above named Corporation are bereby amended as follows:

Article IX is hereby amended to read as follows:

ARTICLE IX - INITIAL OFFICERS

The names and street addresses of the Officers, who, subject to the provisions of these Articles of Incorporation, shall hold office for the calcular year 2005 or until their successors are elected and shall have qualified, are the following:

NAME

TITLE

ADDRESS

CHAD YANIV

President/Vice President Tresum:/Secretary

2900 E. Hallandule Beach Blvd. Suite 710 Hallandule, FL 13009

The foregoing amendment was adopted by written consom of all the Stockholders and Directors emitted to vote thereon, pursuant to Florida Summers §607.1003, at a meeting held on the 27^{10} day of SEPTEMBER, 2005.

OHAD YANIV

STATE OF FLORIDA

COUNTY OF BROWARD)

The foregoing instrument was anknowledged before me this <u>30</u> day of SEPTEMBER 2005, by OHAD YANIV, President of MICHAL NEGRIN RETAIL USA, INC., a Florida corporation, on behalf of the corporation.

My commission expires:

DOROTHY ROSENBERG Commission # DOROTHAR Expires 1/28/2008 Bonded through Florids Notery Assn., Inc.

the Kounberg