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HARLEY RICH MAKEUP ARTISTRY & COSMETICS, INC.

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JUL 10 2009

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
MARLEY RICH MAKEUP
ARTISTRY & COSMETICS, INC.**

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST: Article 5 of the Articles of Incorporation provides:

President: Marlene R. Rich
Secretary: Marlene R. Rich

SECOND: Article 5 shall be amended to state:

President: Marlene L. Rich
Secretary: Marlene L. Rich

whose mailing addresses shall be the same as the mailing address of the Corporation.

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THIRD: Article 6 of the Articles of Incorporation states Director as:

Marlene R. Rich

FOURTH: Article 6 of the Articles of Incorporation shall be amended to state Director of the Corporation as:

Marlene L. Rich

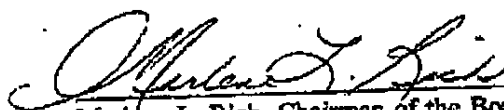
whose mailing addresses shall be the same as the mailing address of the Corporation.

FIFTH: The date of the adoption of this amendment is the 2 July 2009.

SIXTH: The amendment was adopted by the Board of Directors. No Shareholder action was required for adoption.

SEVENTH: This amendment shall be effective upon the filing with the Secretary of State of Florida.

Signed this 2 July 2009


Marlene L. Rich, Chairman of the Board of
Directors



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LAWYERS

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