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LOUIS SCOURTAS & ASSOCIATES  
ACCOUNTING & TAX SERVICES  
24761 U.S. HWY 19 NORTH  
SUITE 630  
CLEARWATER, FL 33763

(Address)

(City/State/Zip/Phone #)

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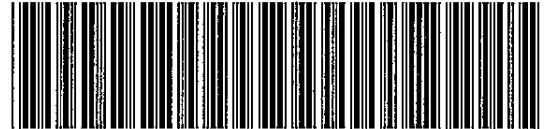
(Business Entity Name)

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**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION**

**ELITE ACADEMY OF SKIN & NAILS, INC.**

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

**FIRST:** Amendment(s) adopted:

Article No. 1: Company name is to be changed to ELITE ACADEMY OF SKIN CARE, INC.

**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: December 10, 2003

**FOURTH:** Adoption of Amendment(s)

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

Signed this 10<sup>th</sup> day of December, 2003

Signature

Chairman/President

Judiann V. Monaghan

Typed or printed name above

Chairman/President

Title