

**ROTH, ROUSSO & BENJAMIN, P.A.**

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August 27, 1999

Division of Corporation  
P.O. Box 6327  
Tallahassee, Fl 32314

500002976085--2  
-09/01/99--01059--012  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Transworld Makeup Corporation

Dear Sir/ Madam:

Enclosed please find the Articles of Amendment to Articles of Incorporation for the above referenced corporation, and a check in the sum of \$ 35.00 to cover the filing fee of the same.

Please forward a receipt of the aforementioned, in the self addressed stamped envelope, herein enclosed, for your convenience.

If you have any questions, please feel free to contact this office.

Very Truly Yours,

ROTH, ROUSSO & BENJAMIN, P.A.

*Leonardo A Roth*

LEONARDO A. ROTH, ESQ.  
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Enc

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

P95000079562  
Amend 9-1-99  
JRR

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
TRANSWORLD MAKEUP CORPORATION

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

RESOLVED that

FIRST: The following shall be added as a Director and Vice President of the aforementioned corporation:

Daphna Machabanski  
268 E. Flagler Street  
Miami, Florida 33131

SECOND: The following shall be the President and Director of the aforementioned corporation:

Jose Machabanski  
11810 NE 19th Dr., Apt 3  
N. Miami Beach, Fl 33181

THIRD: The following shall be the Vice President, Secretary and Treasurer of the aforementioned Corporation:


Felisa A. Genender  
11810 NE 19th Dr., Apt 3  
N. Miami Beach, Fl 33181

FOURTH: The date of the Amendment's adoption was August 3, 1999.

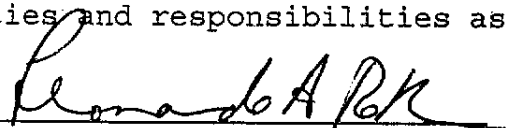
FIFTH: The Amendment was adopted by the Board of Directors without Shareholder Action and Shareholder Action was not required.

Signed this August 3, 1999.

Transworld Makeup Corporation:

  
Jose Machabanski - DIRECTOR

I hereby am familiar with the duties and responsibilities as registered agent for said corporation.

  
By: LEONARDO A. ROTH  
Registered Agent

Prepared By:  
Leonardo A. Roth, Esq.  
9350 S. Dixie Hwy., Ph2  
Miami, Fl 33156  
Tel: (305) 670-9994  
Fl. Bar No.: 747793

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