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September 15, 1998

Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: L. de L. International Sales, Inc.

Dear Sir or Madam:

Enclosed please find two documents pertaining to the above referenced corporation which have been executed by the President of the corporation. One is entitled Corporate Resolution Resolving to Amend Article I of the Articles of Incorporation for L. de L. International Sales, Inc. and the other is entitled Amendment of Articles of Incorporation. Please file these documents accordingly. A check in the amount of \$35.00 for the filing fee is also enclosed.

Thank you for your attention in this matter.

Very truly yours,

LISE L. HUDSON

Lise L. Hudson

FILED
98 SEP 16 AM 7:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NC
SEP 22 1998

AMENDMENT OF ARTICLES OF INCORPORATION

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

FIRST: This amendment is adopted as to Article I - (name of Corporation) to be amended to the following: **L. de L. INTERNATIONAL SALES, INC.**

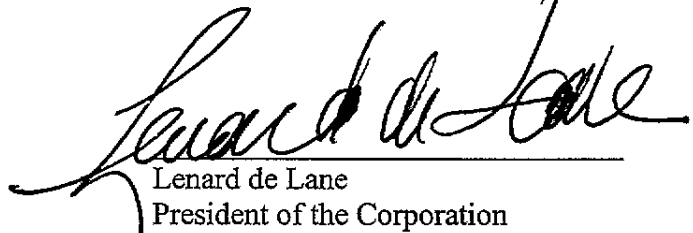
SECOND: This amendment does not provide for an exchange, reclassification, or cancellation of issued shares. Provisions for implementing the amendment, are contained in the By-Laws of this corporation

THIRD: The date of amendment as adopted is August 4, 1998.

FOURTH: The amendment is adopted as follows:

The amendment was approved by the shareholders of this corporation. The number of votes cast for the amendment was sufficient for approval.

Signed this 4th day of August, 1998 by LENARD de LANE, President and shareholder of the corporation.


Lenard de Lane
President of the Corporation

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

CORPORATE RESOLUTION RESOLVING TO AMEND
ARTICLE I OF THE ARTICLES OF INCORPORATION FOR
L. de L. INTERNATIONAL SALES, INC.

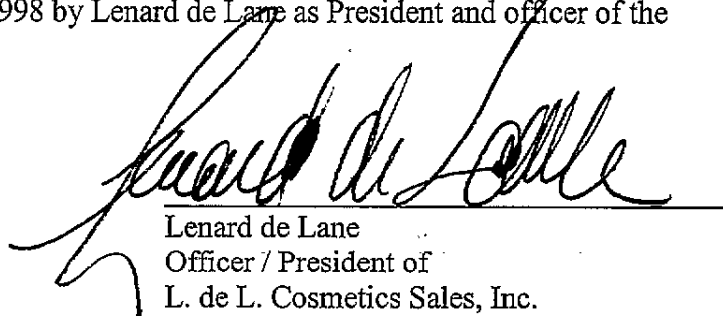
WHEREAS a special meeting of the corporation was called on August 4, 1998; and

WHEREAS a motion was made to amend the articles of incorporation, specifically Article I and change the name of the corporation from L. de L. Cosmetics Sales, Inc. to L. de L. International Sales, Inc.; and

WHEREAS a voting quorum of the shareholders existed in order to effectuate any change authorized by the shareholders;

NOW THEREFORE be it resolved by the shareholders of L. de L. Cosmetics Sales, Inc., that a unanimous vote of the shareholders has passed the resolution to change the name of the corporation and amend the articles of incorporation to: **L. de L. INTERNATIONAL SALES, INC.**

Signed this 4th day of August, 1998 by Lenard de Lane as President and officer of the corporation.



Lenard de Lane
Officer / President of
L. de L. Cosmetics Sales, Inc.