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Of Counsel
Robert H. Matheson, Jr.

November 3, 1997

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

FILED
97 NOV 17 PM 2:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Dear Sir or Madam:

Please find enclosed an original and duplicate ~~copy~~ **600002357606--3**
Articles of Amendment to be filed, along with our trust account **-11/26/97--01004--022**
check in the amount of \$35.00 to cover the costs of filing same. *******28.00**

Upon receipt, please return a time/date stamped copy of the
Articles of Amendment to our office in the envelope provided.

Should you need anything further, please don't hesitate to
call our office.

Very truly yours,

Debbie Haas

Deborah D. Haas
Legal Assistant

/ddh
encs.

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DIVISION OF CORPORATIONS

N/c

VS NOV 17 1997

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*******7.00 *****7.00**

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ARTICLES OF AMENDMENT

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

1. The following provisions of the Articles of Incorporation of LA VELLE COSMETIQUE, INC., a Florida corporation, filed in Tallahassee on 11/22/96, be and they hereby are amended in the following particulars:

Article One be and it hereby is amended to read as follows: "W. M. McDERMOTT, INC."

2. The foregoing amendments were adopted by all of the Stockholders and Directors of the corporation on the 14 day of OCT., 1997.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 14 day of OCT., 1997.

Margaret J. McDermott
President

William J. McDermott
Secretary

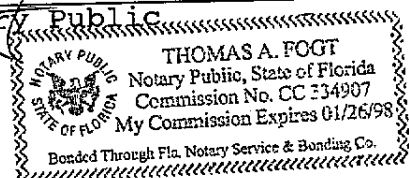
STATE OF FLORIDA
COUNTY OF MARTIN

Before me personally appeared MARGARET M. McDermott, to me well known and known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that they executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 14 day of

OCT., 1997.

Notary Public

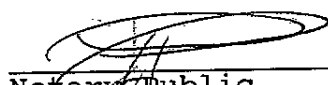


STATE OF FLORIDA
COUNTY OF MARTIN

Before me personally appeared William M' Dermott,
to me well known and known to me to be the person described in
and who executed the foregoing instrument, and acknowledged to
and before me that they executed said instrument for the
purposes therein expressed.

WITNESS my hand and official seal this 14 day of

OCT., 1997.


Notary Public

