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LAZARUS CORPORATE FILING SERVICE (Requestor's Name)	E, INC.		
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MIAMI, FLORIDA (305)552-5973		-08 **	//04/9801046006 ***35.00 *****35.00
(City, State, Zip) (Phone #)		dah	**************************************
LOCAL REPRESENTATIVE TALLAHASSE	Ξ	OFFICE USE ONLY	
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Mail out Will wait	Photocopy	Certificate of Status	, <u>\$</u>
NEW FILINGS	AMENDMENT	S	
Profit	Amendment		98 SE
NonProfit I	Resignation of R.A., Officer/Director		
. Limited Liability	Change of Registered Agent		FILE NUG -1, HASSEE
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OTHER FILNGS	REGISTRATION/ QUALIFICATION		
Annual Report	Foreign	2000000	
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Reinstatement

Trademark

Other

Examiner's Initials

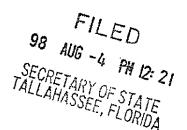
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Name Reservation

ARTICLES OF AMENDMENT

TO ARTICLES OF INCORPORATION

OF



TERESA'S BARGAIN, CORP.

(present name)

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: (indicate article number(s) being amended, added or deleted)

Article VII:

The board of Directors will be changed to:
Maria Teresa Rafaelly, President 100%
1420 SW 76 Ct.
Miami, F1. 33144

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: 1905 3/98.
FOURTH: Adoption of Amendment(s) (check one)
The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
The amendment(s) was/were approved by the shareholders through voting groups
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
"The number of votes cast for the amendment(s) was/were sufficient for approval by
(voting group)
The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signed this Q3 day of Qyorts, 19 98.
Signature Affile (By the Clearman of the Board of Directors.
Presidential other officer if adopted by the shareholders)
Programme of adverted by the allowards
(By a director if adopted by the directors) OR
(By an incorporator if adopted by the incorporators)
MARIA TERESA RAFAELLY
Typed or printed name
President.
Tide

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