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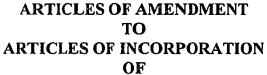
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AUTHORIZATION : COST LIMIT : \$ ORDER DATE: July 9, 1997 ORDER TIME : 10:09 AM ORDER NO. : 455950-005 CUSTOMER NO: 119520A CUSTOMER: Ms. Ivon Gallo L & I Gallo Accounting 1200 Danbury Avenue Davie, FL 33325 DOMESTIC AMENDME NAME: EL ITALY FASHIONS, EFFICTIVE DATE: \_ ARTICLES OF AMENDMENT - Y RESTATED ARTICLES OF INCORPORATION PLEASE RETURN THE FOLLOWING AS PROOF Q \_ CERTIFIED COPY \_ PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING Voir Virtiger CONTACT PERSON: Deborah Schroder EXAMINER'S INITIALS:





## **EL ITALY FASHIONS, INC.**

PURSUANT TO THE PROVISIONS OF SECTION 607.1006., FLORIDA STATUES, THIS CORPORATION ADOPTS THE FOLLOWING ARTICLES OF AMENDMENT TO ITS ARTICLES OF INCORPORATION.

FIRST:	AMENDMENT (S) ADOPTED,
	CHANGE ARTICLE SEVEN TO: REMOVE VICE PRESIDENT
SECOND:	IF AN AMENDMENTS PROVIDES FOR AN EXCHANGE,
	RECLASSIFICATION OR CANCELLATION OF ISSUED
	SHARES, PROVISIONS FOR IMPLEMENTING THE
	AMENDMENT IF NOT CONTAINED IN THE AMENDMENT ITSELF, ARE ASFOLLOWS:
THIRD:	THE DATE OF EACH AMENDMENT'S ADOPTION <u>07/07/97</u>
FOURTH:	ADOPTION OF AMENDMENT(S) (CHECK ONE)
	THE AMENDMENT(S) WAS/WERE ADOPTED BY THE
-	INCORPORATES WITHOUT SHAREHOLDER ACTION AND
	SHAREHOLDER ACTION WAS NOT REQUIRED.
	THE AMENDMENT(S) WAS/WERE ADOPTED BY THE BOARD
	OF DIRECTORS WITHOUT SHAREHOLDER ACTION AND
	SHAREHOLDER ACTION WAS NOT REQUIRED.
X	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 NUMBER OF VOTES CAST FO SUFFICIENT FOR APPROVAL BY _	
	(VOTING GROUP)
SIGNED THIS <u>07</u> DAY	Y OF JULY , 1997
BY Elizabeth L	gaud
	fr fr

ELIZABETH LOZANO
PRESIDENT

FLORIDA DOCUMENT #P97000022107, INCORPORATED 03/11/97

## **EL ITALY FASHIONS, INC.**

7220 NW. 36 STREET SUITE 643 MIAMI, FL 33166

I RESIGN FROM THE OFFICE OF VICE PRESIDENT OF **EL ITALY**FASHIONS INCO

HERNANDO MORENO