

ALAYON & PEÑA

ATTORNEYS AND COUNSELORS AT LAW
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RICHARD ALAN ALAYON (N.Y., FL. & T.C.)
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2450 S.W. 137TH AVENUE
SUITE 226
MIAMI, FLORIDA 33175
TEL: (305) 221-2110
FAX: (305) 221-5321

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October 20, 1997

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Ms. Gretchen Harvey
Registration Section
Division of Corporation
409 East Gaines Street
Tallahassee, Florida 32399

Re: *Spicy Nails Salon, Inc.*

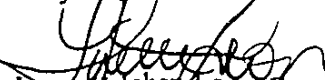
Dear Gretchen:

Enclosed please find the Articles of Amendment to the Articles of Incorporation of Spicy Nails Salon, Inc. to be filed with the Secretary of State, along with our firm's check in the amount of \$35.00 to cover the cost of same.

Enclosed you will also find the Statement of Change of Registered Office and Registered Agent for Spicy Nails Salon, Inc., along with our firm's check in the amount of \$35.00 to cover the cost of same.

Thank you very much for your assistance in this matter. Should you have any questions regarding the foregoing, please do not hesitate to contact our offices.

Very truly yours,


Ivette Halphen Leon, Esq.
:IHL
Enclosure

Name Availability	P97000046273
Document Examiner	GSH
Updater	GSH
Updater Verifier	GSH
Acknowledgement	GSH
W. P. Verifier	GSH

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DIVISION OF CORPORATIONS
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Florida Department of State, Sandra B. Mortham, Secretary of State


**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of Sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: SPICY NAILS SALON, INC..
2. The mailing address of the corporation is: 13734 S.W. 152nd Street, Miami, Florida 33177.
3. Date of incorporation/qualification: May 23, 1997.
4. The name and address of the current registered agent and office:
Claudia Eusse
5445 Collins Avenue
Apartment 1232
Miami Beach, Florida 33140
5. The name and address of the new registered agent and office (P.O. Box Not Acceptable):
A & P Registered Agent, Inc.
2450 S.W. 137th Avenue
Suite 226
Miami, Florida 33175

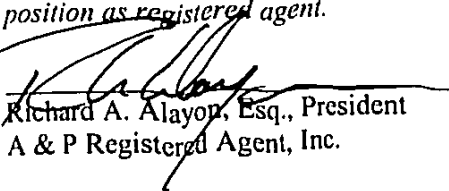
The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.


Minh Vo, President and Secretary

10/8/97
Date

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.


Richard A. Alayon, Esq., President
A & P Registered Agent, Inc.

10/8/97
Date

97 OCT 24 PM 2:28
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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Division of Corporation
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Very truly yours,

Ivette Halphen Leon
Ivette Halphen Leon, Esq.

:IHL

Enclosure

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**ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION
OF
SPICY NAILS SALON, INC.**

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 adopted: Articles VI and VII are hereby amended as follows:

**ARTICLE VI
MAILING ADDRESS OF THE CORPORATION**

The mailing address of the Corporation is the principal office of the Corporation as of the date of execution of these Articles, and is:

% A & P Registered Agent, Inc.
2450 S.W. 137th Avenue, Suite 226
Miami, Florida 33175

**ARTICLE VII
BOARD OF DIRECTORS**

This corporation shall have one director. The name and address of the director of the corporation, who shall hold office until his successor is elected and qualified or until his earlier resignation or removal from office is:

MINH VO
13734 S.W. 137th Avenue
Miami, Florida 33177

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:

NONE

THIRD: The date of each amendment's adoption: October 8, 1997.

FOURTH: Adoption of amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 26th day of October, 1997.

Signature: _____

Minh Vo, President

PREPARED BY:
Ivette Halphen Leon, Esq.
Florida Bar No.: 981834
Alayon & Peña, P.A.
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