

THE PYE LAW FIRM

A Professional Association

2787 East Oakland Park Boulevard
Suite 301
Fort Lauderdale, Florida 33306

Broward: 954.561.2100

Facsimile: 954.561.8190

THOMAS G. PYE
Attorney at Law

Internet Home Page: <http://www.icanect.net/pyelaw>

Email Address: pyelaw@icanect.net

P97000062346

July 31, 1997

Division of Corporations
409 East Gaines Street
Tallahassee, FL 32301

20000215 2032-004
US 14737-01130-004
*****35.00 *****35.00

Dear Sir:

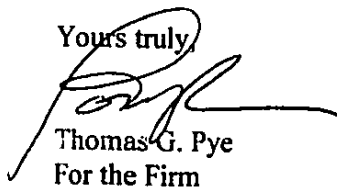
Please find enclosed:

Amendment to the Articles of Incorporation for the following business:

Shawn Thatcher Enterprises, Inc. change to *Boca Baskets of Gifts, Inc.*

As well as a check in the amount of \$ 35.00 Please file this amendment and forward confirmation of same back to my attention at the above address.

Yours truly,


Thomas G. Pye
For the Firm

FILED
97 AUG 14 AM 10:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name Change
LTP
8-21-97

FILED

FIRST AMENDMENT TO
ARTICLES OF INCORPORATION OF
Shawn Thatcher Enterprises, Inc.

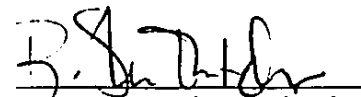
97 AUG 14 AM 10:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned are officers and directors of this corporation and natural persons competent to contract and to hereby amend the articles of this corporation under Chapter 607 of the Florida Statutes. The following is the First Amendment to the Articles of Incorporation of Shawn Thatcher Enterprises, Inc., as approved by corporate action of its sole shareholder and director, Shawn Thatcher.

ARTICLE 1 - CORPORATE NAME

The name of the corporation shall be BOCA BASKETS OF GIFTS, INC.

IN WITNESS WHEREOF, we have hereunto set our hands and seals,
acknowledged and filed this First Amendment to the Articles of Incorporation under the laws of the State of Florida this 30 day of JULY, 1997.



Shawn Thatcher
President, Director and Shareholder

State of Florida
County of Palm Beach

Personally came before me this, 30th day of JULY, 1997, Shawn Thatcher, President Director and Shareholder, to me known to be the persons described in and who executed the forgoing instrument acknowledged the same as their free act and deed.



Notary Public



SUSAN K. BAUMER
MY COMMISSION # CC445097 EXPIRES
March 14, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

**CORPORATE ACTION BY CONSENT OF THE
BOARD OF DIRECTORS AND SHAREHOLDERS
OF
Shawn Thatcher Enterprises, Inc.**

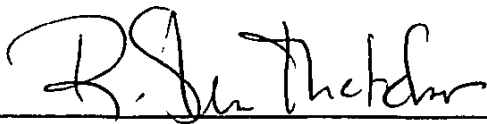
As permitted by law, the undersigned Directors and Shareholders, being all of the Directors and Shareholders of the above corporation, unanimously adopt the following corporate action(s) without a meeting.

1. ADOPTION OF DOCUMENTS/PLANS. The attached documents/plans were adopted:

- Amended Articles of Incorporation

2. APPROVAL OF CORPORATE ACTION. The actions and undertakings of the directors, officers, employees, and agents of the corporation were approved with respect to:

- amendment to Articles of Incorporation to change the name of the corporation to: Boca Baskets of Gifts, Inc.



Shawn Thatcher
Director and Shareholder

7/30/97
Date

Initials: ST