

P98000036219

(Requestor's Name)

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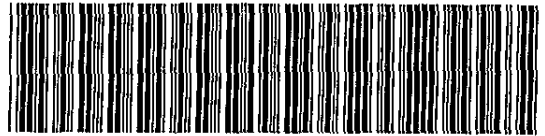
(Business Entity Name)

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01/15/03--01048--002 **35.00

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

03 JAN 15 PM 3:26

FILED

BS 1/17/03
Amend

LAW OFFICES OF
STUART I. LEVIN*
A PROFESSIONAL ASSOCIATION
*Also Admitted in Connecticut
200 South Biscayne Blvd., Suite 2930
Miami, Florida 33131-2320
Telephone: (305) 372-9111 Fax No. (305) 372-9445

January 13, 2003

Florida Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

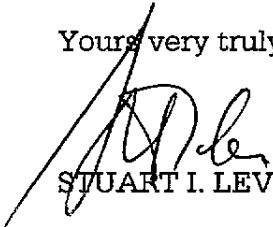
Re: AAA Perfumes, Inc.

Gentlemen:

Enclosed find duly-executed Article of Amendment to the above-captioned corporation, together with a check for \$35.00 to cover the cost of such amendment, wherein the corporation is changing its officer and director.

Kindly specifically acknowledge receipt of these enclosures.

Yours very truly,


STUART I. LEVIN

SIL:mm
Enc.

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED

03 JAN 15 PM 3:26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AAA PERFUMES, INC.
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit 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).*

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:

Effective December 31, 2002, JIHAD FRANCIS resigned as an officer, director and stockholder. (Copy annexed hereto).

THIRD: The date of each amendment's adoption: December 31, 2002.

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 amendments(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 amendments(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendments(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 31st day of December, 2002.

Signature

Zvi Shafrensky
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders).

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

ZVI SHAFRENSKY

Typed or printed name

President

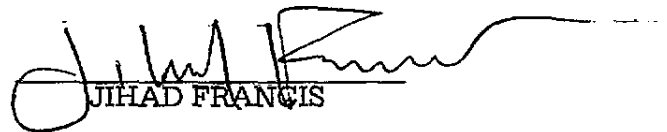
Title

TO: The Board of Directors of AAA PERFUMES, INC.

I now tender my resignation as an officer, director and stockholder of the corporation, to take effect immediately.

Dated: December 31, 2002.

Respectfully,


JIHAD FRANCIS