8/17/98

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: ANGELS CONTRACTING CORP.

AUDIT NUMBER..... H98000015201 DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS...0

PAGES.....

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ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

ANGELS CONTRACTING CORP.

(present name)

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

ARTICLE I. NAME

The name of this corporation shall be changed to:

ANGEL CREATIONS & DESIGN, INC.

ARTICLE VI. OFFICERS AND DIRECTORS

Luis Urbina hereby resigns as Vice-President and Secretary and thereby holds no position within this corporation.

Nubia E. Bonilla who resides at 6986 Palmetto Circle South Apt 607, Boca Raton, Fl 33433 is hereby elected Vice-President and Secretary of this corporation.

Prepared By: Scott E. Tillem, 10 Fairway Drive Suite 219 Deerfield Beach, Il 33441 (954)725-0720

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:

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THIRD: The date of each amendment's adoption: AUGUST 7, 1998.

FOURTH: Adoption of Amendment(s) (check one)

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 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 7th day of AUGUST , 1998

Signature Jewalf etter

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer (Fadopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

LUISA M. MAYNE
Typed or printed name

PRESIDENT Title

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