

10/29/98

P98000085243

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)487-6897

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: GLAMOUR GIRL, INC.
AUDIT NUMBER.....H98000020141
DOC TYPE.....BASIC AMENDMENT
CERT. OF STATUS..0
CERT. COPIES.....0

PAGES..... 2
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 29, 1998

GLAMOUR GIRL, INC.
1402 E. LAS OLAS BLVD.
SUITE 1077
FORT LAUDERDALE, FL 33301

SUBJECT: GLAMOUR GIRL, INC.
REF: P98000085243

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The date of adoption of each amendment must be included in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: H98000020141
Letter Number: 398A00053162

H98000020141
ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
GLAMOUR GIRL, INC.

FILED
98 NOV -2 PM 1:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted.

Article I - Name

The name of the corporation shall be:

KISS & MAKEUP, INC.

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 26, 1998

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

_____ The amendment(s) was/were adopted by the incorporators or 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.

Signed this 26th day of October, 1998.

GLAMOUR GIRL, INC.

RICHARD K. INGLIS, ESQ.
2455 E. Sunrise Blvd., #320
Fort Laud., FL 33304
Florida Bar No.: 119113
Telephone: 954-565-1977

By: Susan Behar

Susan Behar, President

H98000020141