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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

October 11, 1999

NEXT FASHION JEWELRY INC. 777 NW 72ND AVE. #2B19 MIAMI, FL 33126

SUBJECT: NEXT FASHION JEWELRY INC. REF: P98000089410

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 current name of the entity is as referenced above. Please correct your document accordingly.

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. #: H99000025570 Letter Number: 899A00049159

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

NEXT FASHION JEWELRY INC.

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: Article VII

Change the name of the Director to:

President Jorge Chen Lau 777 NW 72nd Ave, Ste #2B19 Miami, Florida 33126

SECOND: If an amondment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amondment if not contained in the amondment itself, are as follows:

THIRD: The date of each amendment's adoption: October 1, 1999.

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FOURTH: Adoption of amendment(s) (CHECK ONE)

The amendment(s) was/were approved by the shareholders. The number of votes 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 incorporations without shareholder action and shareholder action was not required.

Signed this 1st day of October, 1999.

Signature By the Chairman and 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)

Typed or printed name ESCOMT Title