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(Requestor's Name)

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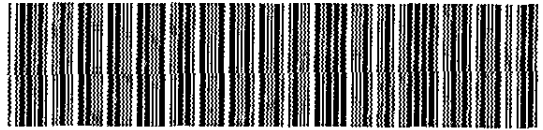
(Business Entity Name)

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2003 DEC 22 AM 8:10

Amendment
LPS
1-5-04

1 November 2003

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

Gentlemen:


Enclosed please find Articles of Amendment to Articles
of Incorporation for:

HAIR WORKS PLUS, INCORPORATED

along with a check in the amount of \$35.00 for filing fee.

Also enclosed is a photocopy of the Articles of Amendment.
Please return this copy to me with the filing date stamped
on it.

Thank you.


Jennifer S. Hughes, President
HAIR WORKS PLUS, INC.
7604 Cortez Rd. W.
Bradenton, FL 34210

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
2003 DEC 22 AM 8:10

HAIR WORKS PLUS INCORPORATED

(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)*

ARTICLE NO. 5 of the Articles of Incorporation is amended to read as follows:

5. The Board of Directors shall have three (3) members whose names and addresses are as follows: Jennifer S. Hughes, Richard T. Hughes, and Donna C. Lofthouse, the address of each member being 7604 Cortez Road, W., Bradenton, FL 34210-2446.

The number of Directors may be raised or lowered by amendment of the by-laws of the corporation, but in no case shall be less than one.

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:

Not applicable

THIRD: The date of each amendment's adoption: 1 November 2003

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

- The amendment(s) was/~~was~~ approved by the shareholders. The number of votes cast for the amendment(s) was/~~was~~ 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 First day of November, 2003

Signature *Jennifer S. Hughes*
(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)

Jennifer S. Hughes, President

Typed or printed name