

P98000105163

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BASIC AMENDMENT

B'MITCHELL SKIN & BODY CARE, INC.

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

March 24, 2003

B'MITCHELL SKIN & BODY CARE, INC.
83 MERRICK WAY
CORAL GABLES, FL 33134

SUBJECT: B'MITCHELL SKIN & BODY CARE, INC.
REF: P98000105163

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Karen Gibson
Document Specialist

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
B' MITCHELL SKIN & BODY CARE, INC**

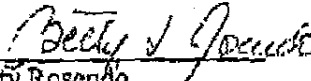
03 MAR 25 PM 3:18
FIDELITY & SECURITY

Pursuant to the provisions of Section 607.1006 Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

First: Article I is hereby repealed and replaced as follows:
Article I the name of the corporation is: MITCHELL LIQUIDATION CORP.

Second: All of the Amendments were approved by the shareholders on March 21st 2003. The number of votes cast for the Amendment was sufficient for approval.

IN WITNESS WHEREOF, the President, Director and Sole Shareholder has set his hand and seal, and caused these Articles of Amendment to be executed this 21 day of March 2003.

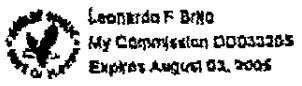

Betty Rosendo
President, Director and Sole Shareholder

Document prepared by:
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(305) 373-5411

STATE OF FLORIDA)
) SS.
COUNTY OF MIAMI-DADE)

The foregoing instrument was sworn to and acknowledged before me this 21st day of March 2003 by Betty Rosendo, as President, Director and Sole Shareholder of B' MITCHELL SKIN & BODY CARE, INC, a Florida corporation, on behalf of the corporation, known to me to be the person described herein and who executed the foregoing Amendment for the purposes therein stated, and who is personally known to me.


NOTARY PUBLIC, STATE OF FLORIDA



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