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BASIC AMENDMENT

ESPANA BODYSHOP, INC.

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ESPANA BODYSHOP, INC.

PURSUANT TO SECTION 607.1006, FLORIDA STATUTES, THIS FLORIDA PROFIT CORPORATION ADOPTS THE FOLLOWING ARTICLES OF AMENDMENT TO ITS ARTICLES OF INCORPORATION.

FIRST: The following amendment(s) to the articles of incorporation were adopted by the corporation:

Article I - Name The name of this corporation is:

VILLA VICIOSA, INC.

SECOND: The foregoing amendment to the Articles of Incorporation of ESPANA BODYSHOP, INC. was adopted as of the filing date hereof.

THIRD: The amendments was approved by the sole director and president of the corporation. The minimum of votes cast for the amendments was sufficient for approval.

Signed this 26 day of October, 2004.


JUAN S. GONZALEZ
Sole Director and President

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