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BASIC AMENDMENT

BABYTRADER.COM INC.

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10/17/00 11:50 AM

FROM: BROAD AND CASSEL

OCT 17 2000 10:00 PM
PHONE NO. : 954 761 8135



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October 17, 2000

VIA ELECTRONIC FILING

Ms. Karen Gibson
Amendments Section
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: BABYTRADER.COM, INC.

Dear Ms. Gibson:

As you requested, -attached are the following documents regarding BABYTRADER.COM, INC. ("Corporation") to be electronically filed with your office:

1. Articles of Amendment of Corporation; and
2. Action by Shareholders Without a Meeting of Corporation.

Please call me at (954)745-5206 should you have any questions.

Sincerely,

BROAD AND CASSEL

A handwritten signature in cursive script that reads 'Jeannie J. Ha'.

Jeannie J. Ha, Paralegal

JJH:
Attachments

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ARTICLES OF AMENDMENT
OF
BABYTRADER.COM INC.

BABYTRADER.COM INC., a Florida corporation (the "Company"), by and through its President Adam Adache, does hereby certify that:

1. As permitted by Sections 607.0704 and 607.1003(6) of the Florida Statutes, the Company's shareholders, through an Action by Shareholders Without a Meeting, affirmatively voted, by a number of votes sufficient for approval, to adopt a proposed amendment to the Title and Article I of the Company's Articles of Incorporation, as amended and restated, so that, in lieu of their present language, they shall read as follows:

ARTICLES OF INCORPORATION
OF
LittleDeals, Inc.

ARTICLE I

The name of the Corporation shall be LittleDeals, Inc. The duration of the Corporation is perpetual.

IN WITNESS WHEREOF, the Company has caused these Articles of Amendment to be executed in its name by its President thereunto duly authorized, this 16 day of October, 2000.

BABYTRADER.COM INC.,
a Florida corporation

By: _____

Adam Adache, President

STATE OF FLORIDA)

COUNTY OF BROWARD)

ss.

The foregoing instrument was acknowledged before me this 16 day of October, 2000, by Adam Adache, as President of **BABYTRADER.COM INC.**, who is personally known to me or who produced _____ as identification.

William J. Rowens, Jr.
NOTARY PUBLIC

Name: _____

Serial No.: _____

My Commission Expires: _____



William J. Rowens, Jr.
My Commission Expires April 12, 2003

The Action by Shareholders Without a Meeting is dated October 16, 2000, as evidenced by the attached copy of the Action.

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ACTION BY SHAREHOLDERS WITHOUT A MEETING

As permitted by Sections 607.0704 and 607.1003(6) of the Florida Statutes, Adam Adache and Jennifer Belanger, together owning a majority of the outstanding shares of Common Stock of Babytrader.com Inc., a Florida corporation (the "Company"), hereby adopt the following resolutions by written consent in lieu of holding a Meeting of Shareholders:

RESOLVED, that the Title and Article I of the Company's Articles of Incorporation, as amended and restated, be amended so that, in lieu of the present language, they shall read as follows:

ARTICLES OF INCORPORATION
OF
LittleDeals, Inc.

ARTICLE I

The name of the Corporation shall be LittleDeals, Inc. The duration of the Corporation is perpetual.

BE IT FURTHER RESOLVED, that the remaining Articles of the Company's Articles of Incorporation, as amended and restated, shall remain unchanged.

BE IT FURTHER RESOLVED, that the appropriate officers of the Company prepare, sign and file with the Florida Secretary of State appropriate Articles of Amendment to effect the amendment.

Pursuant to Section 607.0704 of the Florida Statutes, we hereby consent to the foregoing Action by Shareholders Without a Meeting.



 ADAM ADACHE



 JENNIFER BELANGER

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