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BASIC AMENDMENT

A'NUE STITCH, INC.

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Amendment

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**ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
A'NUE STITCH, INC.**

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation hereby submits the following Articles of Amendment for the purpose of amending its Articles of Incorporation:

ARTICLE VI

The number of Directors/Officers constituting its Board of Directors shall be 2 whose name(s) and address(es) is(are):

Lila Hippert
4296 E 11th Avenue
Hialeah, FL 33013
President/Treasurer

Thomas Ratner
4296 E 11th Avenue
Hialeah, FL 33013
Vice President/ Secretary

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The date of adoption of this amendment was the 20th day of March, 2000.

The amendment were adopted by the Board of Directors without shareholder action and shareholder action was not required.

These articles will become effective upon filing with the office of the Secretary of State of the State of Florida.

Lila Hippert
Lila Hippert

3-20-00
Date