

P99000058808

October 28, 2000

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

RE : BELLE DÉCOR INTERIORS, INC.

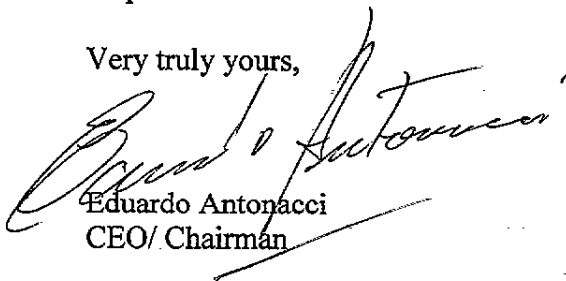
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*****35.00 *****35.00

Dear Madame / Sir

Enclosed please find the original and one copy of Articles of Amendment, Shareholders and Board of Directors Members Resolution and a check in the amount of \$ 35.00.

This represents the cost of the Filing Fees of Articles of Amendment for the above named corporation.

Very truly yours,


Eduardo Antonacci
CEO/ Chairman

Belle Décor Interiors, Inc.
4100 NE 2nd Avenue, Suite 210
Miami, FL 33137

FILED
00 NOV -6 PM 4:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend NC

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BELLE DÉCOR INTERIORS, INC.

FILED
00 NOV -6 PM 4:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, the above Corporation of the State of Florida, whose principal office is located at 4100 NE 2nd Ave. Suite 210, Miami, Florida 33137, certifies that at a meeting of the stock holders of said Corporation called for the purpose of amending the Article One, Nine and Ten of the Articles of Incorporation with an effective date delayed to November 10th, 2000 and held on October 28th, 2000, 2000, it was resolved by the vote of the holders of an appropriate majority of the shares entitled to vote, that number sufficient for approval. The Articles shall be amended to read as follows :

ARTICLE I

The name of the Corporation is BELLE DÉCOR DESIGN GROUP, INC. The principal and mailing address is 1075 NE 99th Street, Miami Shores, Florida 33138

ARTICLE IX

The number of directors constituting the Board of Directors is One. The name and address of the person who is to serve as member of the Board of Directors is :

**Eduardo Antonacci
1075 NE 99th Street
Miami Shores
FL 33138 - USA**

ARTICLE X

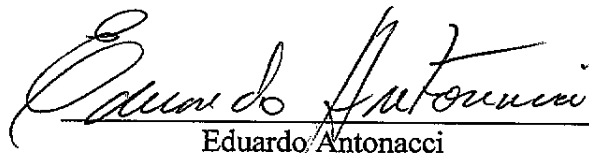
The name and address of the person who is to serve as officer of the corporation, and the office that shall initially hold, and who shall hold, and who shall hold such office, until elections is held is :

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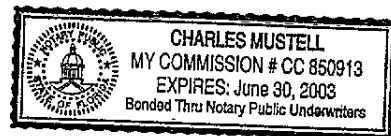
Eduardo Antonacci
PRESIDENT – SECRETARY - TREASURER
1075 NE 99th Street
Miami Shores
FL 33138 – USA

The undersigned, Eduardo Antonacci, certifies that I am duly appointed Chief Executive Officer / Chairman of the Board of Belle Décor Interiors, Inc. and that the above is a true and correct copy of a resolution duly adopted at a meeting of October 28, 2000 of the Shareholders thereof, convened and held in accordance with law and the Bylaws of said Corporation on October 28, 2000 and that such resolution will be in full force and effect on November 10th, 2000 IN WITNESS THEREOF, I have affixed my name as Officer of Belle Décor Interiors, Inc.

Dated : October 28, 2000



Eduardo Antonacci
Chief Executive Officer
Chairman of the Board

 10/31/00

SHAREHOLDERS' AND BOARD OF DIRECTORS MEMBERS RESOLUTION
CHANGING ARTICLES OF INCORPORATION

UPON and duly made and seconded motion, the resolution that follows below was duly adopted by the holders of a majority of the shares entitled to vote on the resolution and all Members of the Board of Directors,

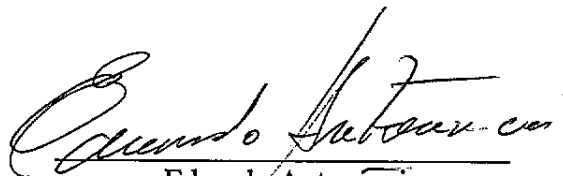
RESOLVED, that the name of Belle Décor Interiors, Inc. is changed to Belle Decor Design Group, Inc. and the number of directors constituting the Board of Directors is one and he is Eduardo Antonacci as (President- Secretary -Treasurer)

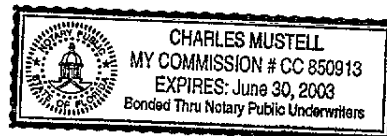
FURTHER RESOLVED, that the officers of Belle Décor Interiors, Inc. are hereby directed to file in the appropriate Florida office a certificate setting forth the changes of Articles of Incorporation of Belle Décor Interiors, Inc.

The undersigned, Eduardo Antonacci, certifies that I am the duly appointed Chief Executive Officer/Chairman of the Board of Belle Décor Interiors, Inc. and that the above is a true and correct copy of a resolution duly adopted at a meeting of October 28, 2000 of the shareholders thereof, convened and held in accordance with law and the Bylaws of said Corporation on October 28, 2000 and that such resolution will be in full force and effect on November 10th, 2000.

IN WITNESS THEREOF, I have affixed my name as CEO / Chairman of the Board of Belle Décor Interiors, Inc.

Dated : October 28, 2000


Eduardo Antonacci
CEO / Chairman of the Board



 10/31/00