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June 14, 2001

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

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

RE : BELLE DÉCOR DESIGN GROUP, INC.

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
President

FILED
01 JUN 18 AM 9:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Belle Décor Design Group, Inc.
1075 NE 99th Street
Miami Shores
FL 33138

P99000058808
amend cr
6-18-01

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BELLE DÉCOR DESIGN GROUP, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, the above Corporation of the State of Florida, whose principal office is located at 1075 NE 99TH Street , Miami Shores, Florida 33138, certifies that at a meeting of the stock holders of said Corporation called for the purpose of amending the Article Nine and Article Ten of the Articles of Incorporation with an effective date delayed to June16th, 2001 and held on June 1st, 2001, it was resolved by the vote of the stockholders 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 IX

The number of directors constituting the Board of Directors is two. The name and address of the persons who are to serve as members of the Board of Directors are :

FILED
01 JUN 18 AM 9:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

William Plasencia
14480 S.W. 8th Avenue
Miami,
FL 33158

ARTICLE X

The name and address of the persons who are to serve as officers of the corporation, and the office that they shall initially hold, and who shall hold such office for the first year of the corporation's existence, or until elections are held are :

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

William Plasencia
VICE PRESIDENT
14480 S.W. 8th Avenue
Miami,
FL 33158

The undersigned, Eduardo Antonacci, certifies that I am duly appointed President-Secretary-Treasurer of Belle Décor Design Group, Inc. and that the above is a true and correct copy of a resolution duly adopted at a meeting of June 1st 2001 of the Shareholders thereof, convened and held in accordance with law and the Bylaws of said Corporation on June 1st 2001 and that such resolution will be in full force and effect on June 16, 2001 IN WITNESS THEREOF, I have affixed my name as Officer of BELLE DÉCOR DESIGN GROUP, INC.

Dated : June 14, 2001

Eduardo Antonacci
President - Secretary

SWORN TO AND SUBSCRIBED UNDER OATH this 14 day of JUNE, 2001 by

BEFORE ME, an officer duly authorized to take acknowledgements on this day personally appeared __________ known to me to be the person who executed the foregoing and that he executed same freely and voluntarily for the purposes therein expressed this 14 day of JUNE, 2001.

NOTARY PUBLIC
STATE OF FLORIDA

Myrna Gonzalez
My Commission CC889456
Expires November 21 2003

My Commission Expires:

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 number of directors constituting the Board of Directors is two and they are Eduardo Antonacci as (President- Secretary –Treasurer) and William Plasencia as (Vice President) and it is

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

The undersigned, Eduardo Antonacci, certifies that I am the duly appointed President-Secretary-Treasurer of Belle Décor Design Group, Inc. and that the above is a true and correct copy of a resolution duly adopted at a meeting of June 1st, 2001 of the shareholders thereof, convened and gild in accordance with law and the Bylaws of said Corporation on June 1st, 2001 and that such resolution will be in full force and effect on June16, 2001 .

IN WITNESS THEREOF, I have affixed my name as President-Secretary-Treasurer of Belle Décor Design Group, Inc.

Dated : June 14, 2001

Eduardo Antonacci
President-Secretary-Treasurer

SWORN TO AND SUBSCRIBED UNDER OATH this 14 day of JUNE 2001 by

BEFORE ME, an officer duly authorized to take acknowledgements on this day personally appeared ________________ known to me to be the person who executed the foregoing and that he executed same freely and voluntarily for the purposes therein expressed this 14 day of JUNE, 20 __.

NOTARY PUBLIC
STATE OF FLORIDA

My Commission Expires:

Myrna Gonzalez
My Commission CC889456
Expires November 21 2003