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TRANSMITTAL LETTER

FILED
99 JUL 22 PM 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

200002938202-3
-07/22/99-01024-002
*****35.00 *****35.00

SUBJECT: MICHELLE VALENTINE, INC

(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

<input type="checkbox"/> \$70.00	<input type="checkbox"/> \$78.75	<input type="checkbox"/> \$122.50	<input type="checkbox"/> 131.25	<input checked="" type="checkbox"/> 35.00
Filing Fee	Filing Fee & Certificate	Filing Fee & Certified Copy	Filing Fee & Certified Copy	Filing Fee for ammendment

FROM: NICHOLAS J. RIZZO & ASSOCIATES, INC.
Name (printed or typed)

2911 Lakeview Drive

Fern Park, FL 32730

(407) 767-6588

Some people have # T 9900000568

N/c

NOTE: Please provide the original and one copy of the articles.

V. SHEPARD JUL 28 1999

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MICHELLE VALENTINE ENTERPRISES, INC

(PRESENT NAME)

Pursuant to the provision of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE I NAME

The name of the corporation shall be amended to:

MICHELLE VALENTINE, INC

The name being the registered trade name of the incorporator.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of the issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: July 17, 1999

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
voting group

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 19th day of July, 1999.

Signature: _____
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR
(By a director if adopted by the directors) _____

OR
(By an incorporator if adopted by the incorporators)

Michelle Wozniak
MICHELLE WOZNIAK
Typed or printed name

President/Incorporator
INCORPORATOR/PRESIDENT
Title