

Division of Corporations

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BASIC AMENDMENT

DESIGNS BY PELEGRIN, INC.

Certificate of Status	0
Certified Copy	1
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Amendment

10/20/99 DC

Audit No. H99000026340 2

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
DESIGNS BY PELEGRIN, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sections 607.1003 and 607.1006 of the Florida Statutes, the undersigned corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the Corporation is:

DESIGNS BY PELEGRIN, INC.

2. The Articles of Incorporation are hereby amended by deleting Article VIII in its entirety and substituting therefor the following:

"ARTICLE VIII

Board of Directors

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of the Board of Directors, except as may be otherwise provided by law or in the By-Laws, who shall be elected by the shareholders of the Corporation at their annual meeting to be held at such time and place as shall be prescribed by the By-Laws.

The name and address of the initial sole director who shall serve until the first election thereof, or until the successor of such director shall be duly elected and qualified, are:

Charles Pelegrin
169 E. Flagler Street, Suite 627
Miami, Florida 33131"

3. The Articles of Incorporation are hereby further amended by adding the following additional Article IX thereto:

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"ARTICLE IX**Officers**

The corporation's officers shall include, but not be limited to, a President, a Secretary and a Treasurer, who shall be elected by the Board of Directors at its annual meeting to be held at such time and place as shall be prescribed by the By-Laws.

The names and addresses of the officers who are to serve until the first election thereof are:

Name and Address**Office**

Charles Pelegrin
169 E. Flagler Street, Suite 627
Miami, Florida 33131

President, Secretary and
Treasurer"

3. The foregoing Amendment was adopted by all of the shareholders and directors of the corporation on Oct 14, 1999, in the manner prescribed by Section 607.1006 of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this 14 day of Oct, 1999.

DESIGNS BY PELEGRIN, INC.

(Corporate Seal)

By: 

Charles Pelegrin, President

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