

Feb. 6. 2003 11:20AM
Division of Corporations

SIEGELAUB, LIEBERMAN AND ASSOC.

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P99000102181

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BASIC AMENDMENT

FASHION USA, INC.

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$43.75

02/06/03

Name Change & Amendment

Amendment 2/3/03

Feb. 6. 2003 11:20AM

SIEGELAUB, LIEBERMAN AND ASSOC.

No. 0007

P. 2/3

H030000407228

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2003 FEB -6 PM 12:57

FASHION USA, INC.

(present name)

Pursuant to the provisions 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)

1. the new name of the corporation shall be
Decoy, Inc.
2. amend article two. The principle place of
business and mailing address will now be:
7795 W. Flagler Street
Suite 75B
Miami, Florida 33144

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

H030000407228

THIRD: The date of each amendment's adoption: 2-5-03

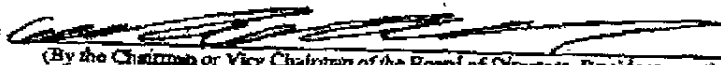
FOURTH: Adoption of Amendment(s) (CHECK ONE)

- 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 5th day of February, 2003

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)

Yaron Gilboa

Typed or printed name

President

Title