

P99000110068



ACCOUNT NO. : 072100000032

REFERENCE : 479226 7303016

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED
2002 MAR 18 PM 3:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : March 18, 2002

ORDER TIME : 2:26 PM

ORDER NO. : 479226-005

CUSTOMER NO: 7303016

CUSTOMER: Mr. Yigal Sharaby
Mr. Yigal Sharaby
2980 Simms Street

Hollywood, FL 33020

DOMESTIC AMENDMENT FILING

NAME: JEWELRY NETWORK.COM, INC.

EFFECTIVE DATE:

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-03/18/02--01062--013
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DIVISION OF CORPORATE FILINGS
TALLAHASSEE, FLORIDA

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea -- EXT# 1114

EXAMINER'S INITIALS:

N.C.
C. Coulliette MAR 18 2002

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
JEWELRY NETWORK.COM, INC.**

DOCUMENT NUMBER: P99000110068

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 adopted: Article 1 of the Corporation's Articles of Incorporation is deleted and replaced by new Article 1, as follows: "1. NAME OF THE CORPORATION: **JEWELRY NETWORK COMPANY, INC.**"

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:

N/A

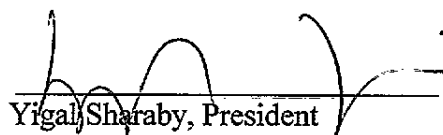
THIRD: The date of each amendment's adoption: March 15, 2002

FOURTH: Adoption of Amendment:

The amendment was approved by the shareholders and directors. The number of votes cast for the amendment was sufficient for approval.

Signed this 15 day of MARCH, 2002.

Signature


Yigal Sharaby, President