

ACCOUNT NO. : 07210000032

REFERENCE: 507789

7163214

AUTHORIZATION :

COST LIMIT : \$ 35.00

ORDER DATE: December 21, 2001

ORDER TIME: 11:24 AM

ORDER NO. : 507789-005

CUSTOMER NO: 7163214

800004741428--

CUSTOMER: Mr. Gary .. Azimov

Mr. Gary Azimov 4944 Decarie Box# 94 Montreal, Quebec H3x3t3, CANADA

DOMESTIC AMENDMENT FILING

NAME: EQUIDEV, INC.

EFFICTIVE DATE:

_ ARTICLES OF AMENDMENT RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

C. Coulliette DEC

CONTACT PERSON: Janna Lawhon-- EXT# 1155

EXAMINER'S INITIALS:

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

2001 DEC 27 PM 2: 35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EQUIDEV, 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)

ARTICLE ONE IS AMENDED TO READ AS: THE NAME OF THE CORPORATION SHALL BE WE DRESS AMERICA (USA), 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:

THIRD:	The date of each amendment's adoption: Jucy 1st, 200/.
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 byvoting 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 /st day of July , 200/.
Signature	Mh mun
	(By the 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)
	GARY HZIMOU Typed or printed name
	PRESIDENT.