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| CORPORATION NAME(S) & DOC | CUMENT NUMBER(S) (if known): |
| , HAPPY FAMILY | I ALF, INC. |
| (Corporation Name) | (Document #) |
| 2. (Corporation Name) | (Document #) |
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| (Corporation Name) | (Document #) |
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| NEW FILINGS | AMENDMENTS |
| Profit | Amendment |
| NonProfit | Resignation of R.A., Officer/Director |
| . Limited Liability | Change of Registered Agent |
| Domestication | Dissolution/Withdrawal |
| Other | Merger |
| | |
| OTHER FILINGS | REGISTRATION/ QUALIFICATION |
| Annual Report | Foreign |
| Fictitious Name | Limited Partnership |
| Name Reservation | Reinstatement |
| | Trademark |
| | Other Examiner's Initials |
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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



HAPPY FAMILYTALF, INC.

(Present Name)

P02000096479

(Document Number of Corporation (If known)

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

| | ALINA GUTIERREZ SONIA CUBA | 3634 SW 156 Ct Miami, Fl 33185 3634 SW 156 Ct Miami, Fl 33185 |
|-----------|--|--|
| ADD - Dir | MARIA VICTORIA RITA P.AMOYO RAMONCITO D. AMOYO | Miami, Fl 33186 |
| | DAVID KAPLAN | 4924 SW 165 Ave Miramar, Fl 33027 4924 SW 165 Ave Miramar, Fl 33027 |
| ADD _ Dir | MARTA ELICIA BELTRAN | 9340 SW 164 St Miami, Fl 33157 |

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: T | ne date of each amendment's adoption: Not 2/- 2003 | | |
| FOURTH: | Adoption of Amendment(s) (CHECK ONE) | | |
| A | 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 31 day of November , 2003. | | |
| | Signature: (By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee or other court appointed fiduciary, by that fiduciary.) (Typed or printed name of person signing) MARIA VICTORIA INTA P. AMOYO | | |
| | MARIA VICTORIA MTA P. AMOYO President (Title of person signing) | | |
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