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Y & A PROFESSIONAL SERVICE, INC.
12350 S.W 132 CT #207
MIAMI, FLORIDA 33186

FILED

01 JUL 23 PM 4:49

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Miami, July 18 2001

SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314

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-07/23/01--01126--017
*****35.00 *****35.00

Gentlemen:

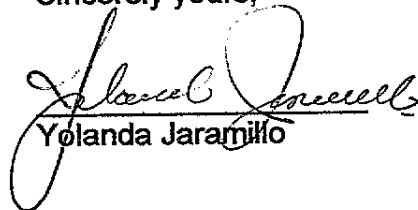
Enclosed please find a check in the amount of \$35.00 for the amendment to the Articles of Incorporation of:

TROPICAL SNOW CONE, CORP.

If you have any questions regarding this matter, please do not hesitate to contact us.

Please send the amendment to the above mentioned address.

Sincerely yours,


Yolanda Jaramillo

Amend
7-26-01
BHS

THIRD CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
TROPICAL SNOW CONE, CORP.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

All the stockholders of TROPICAL SNOW CONE,, CORP. a Florida Corporation under its corporate seal and the hand of its President, SIRA TORRES, hereby certify as follows:

CLAUSE I

That all the Shareholders of TROPICAL SNOW CONE, CORP. in response to a call and notice of meeting, held on JULY 18TH, 2001, located at 441 Espanola Way, Miami Beach, Fl. 33139 the place of the principal office and the Registered office, at which meeting all the shareholders were present, that a resolution was unanimously approved and adapted amending Articles VII and VIII of the Articles of Incorporation to read as follow:

ARTICLE VII
NEW BOARD OF DIRECTORS AND OFFICERS

The new Board of Directors will read as follows:

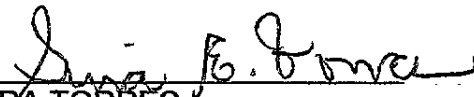
Name	Address:	Title
SIRA TORRES	10091 SW 138 COURT MIAMI, FL. 33186	PRESIDENT
CARLOS CORREDOR	11009 E 74 TH TERRACE RAYT OWN, MO 64133	VICE-PRESIDENT

ARTICLE VIII
SUBSCRIBERS

NAME	TITLE	SHARES
SIRA TORRES	PRESIDENT	-50%-
CARLOS CORREDOR	VICE-PRESIDENT	-50%-

IN WITNESS WHEREOF. The Corporation has caused this amendment to the Articles of Incorporation to be executed for it, and its name for its President, and attested by its Secretary both of whom have the full power and instructions and authority to do as, and its Corporate seal to be here unto affixed, on this day July 18th, 2001, at Miami, Florida

TROPICAL SNOW CONE, CORP.
A Florida Corporation


SIRA TORRES
PRESIDENT