

406338

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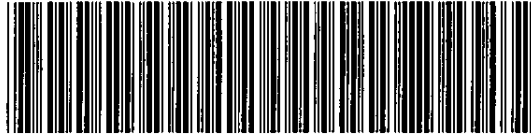
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DIVISION OF CORPORATIONS
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November 5, 2007

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: The Red Cup Enterprises, Inc.
Our File No. 046323.000001

Dear Sir or Madam:

On behalf of our client, enclosed find an original and copy of the Articles of Amendment to the Articles of Incorporation of The Red Cup Enterprises, Inc. Please file the original, certify the copy, and return the certified copy to us using the enclosed postage paid envelope provided for your convenience.

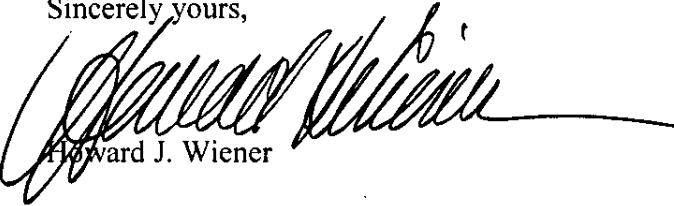
Also, enclosed find a check payable to the Florida Department of State Division of Corporations in the amount of \$43.75 in payment of the following fees:

Filing Fee For Amendment	\$35.00
Certified Copy	<u>8.75</u>
	<u>\$43.75</u>

I WOULD APPRECIATE YOUR FILING THE ENCLOSED ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION EFFECTIVE AS OF TUESDAY, NOVEMBER 6, 2007 (the date you received the Articles of Amendment to the Articles of Incorporation of The Red Cup Enterprises, Inc.), AND THEREFORE, I RESPECTFULLY REQUEST THAT YOU CALL ME UPON YOUR RECEIPT OF THIS LETTER TO CONFIRM THAT DATE AS THE DATE OF FILING WITH THE DEPARTMENT OF STATE.

Thank you for your cooperation and kind attention to this important matter.

Sincerely yours,



Howard J. Wiener

HJW/cjt
Enclosures

cc: Heriberto Garcia (*w/o copy of enclosures*)

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
THE RED CUP ENTERPRISES, INC.**



Heriberto Garcia, as President of **The Red Cup Enterprises, Inc.**, a Florida corporation (the "Corporation"), does hereby execute the following Articles of Amendment to the Corporation's Articles of Incorporation:

1. Article Third is hereby amended and restated in its entirety as follows:

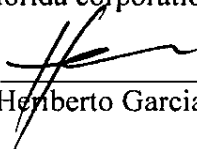
"The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows: The aggregate number of shares which the Corporation shall have authority to issue is Five Hundred (500) shares of voting common shares, and Four Thousand Five Hundred (4,500) shares of non-voting common shares, all of which are without par value. The holders of voting common shares and non-voting common shares shall have identical rights to distribution and liquidation proceeds.

All of said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation. The payment thereof does not have to be at the time of issuance, provided that said shares are subject to calls thereon until the whole consideration therefor shall have been paid."

2. In all other respects, the Articles of Incorporation of the Corporation shall remain in full force and effect as originally adopted.
3. These Articles of Amendment were adopted unanimously by joint written consent of all the Shareholders and all the Directors of the Corporation as of October 30, 2007.

Dated effective as of the 30 day of October, 2007.

THE RED CUP ENTERPRISES, INC.,
a Florida corporation

By: 
Heriberto Garcia, President

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DIVISION OF CORPORATIONS
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