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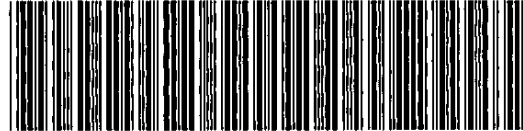
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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Affidavit

07/06/07--01010--012 **35.00

*Amending
Officers*

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DIVISION OF REGISTRATIONS
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7/6/07

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Heavenly Spirits Inc

Signature

Requested by: SW

Name

Date 7/6

Time

- ☐ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☒ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☐ Cert. Copy
- ☐ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval

AFFIDAVIT AMENDING OFFICERS

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FOR

2007 JUL -6 PM 2:12

HEAVENLY SPIRITS, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Affidavit Amending Officer for


Heavenly Spirits, Inc., a Delaware corporation (the "Corporation") originally filed with the Department of State of the State of Florida on May 30, 2007,

Article 12. B. Officers:

President: Nairi Kazumyan 1330 Ocean Drive, Suite 6A, Miami Beach, Florida 33139
Vice President: Arsen Kazumyan 1330 Ocean Drive, Suite 6A, Miami Beach, Florida
33139

The shareholders and directors approved the amendment unanimously on July 5th, 2007.

EXECUTED at Miami, Florida, this 5th day of July 2007.



Nairi Kazumyan, President and Chairman