

M57415

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COR AMND/RESTATE/CORRECT OR O/D RESIGN**PANI WHOLESALE, INC.**

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Amend @ 9.19.07

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF CORPORATION
OF
PANI WHOLESALE, INC.
(M57415)**

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 adopted : ARTICLE V II

The initial officer(s) and/or director(s) of the corporation is(are):

Delete: Title: DP
JUAN M. MARQUEZ
11203 NW 71 TERR
MIAMI, FL 33178

Title: VP
ANDRES MARQUEZ
11203 NW 71 TERR
MIAMI, FL 33178

ADD: Title: P/D
ZOILA GONZALEZ
ONE SW 22 AVE
MIAMI, FL 33135

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued share, provisions for implementing the amendment if not contained in the amendment itself, are as following:

The date of each amendment's adoption is on September 13, 2007.

THIRD: Adoption of Amendment:

- _____ 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 for each voting groups entitled to vote separately on the amendment(s).
- _____ The number of votes cast for the amendment(s) was / were sufficient for approval by _____.
- X 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 incorporator without shareholder action and shareholder action not required.

Signed this 18 day of September 13, 2007 by directors.

Title: P/D


ZOILA GONZALEZ