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PICK-UP WAIT MAIL

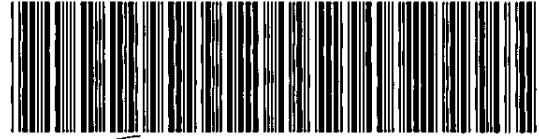
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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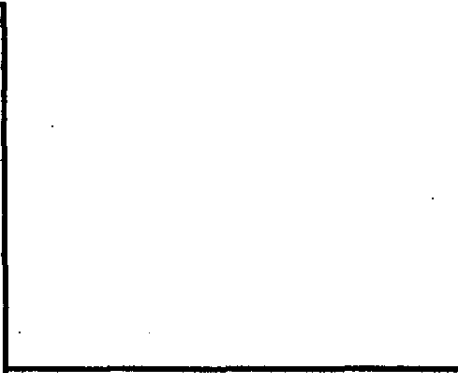
Amend

11/30/07--01005--006 **35.00

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2007 NOV 30 PM 2:23 RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS
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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. PICOS BACKERY, CORP.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

Examiner's Initials

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

FILED

2007 NOV 30 PM 2: 24

PICOS BAKERY, CORP.

(present name)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this 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)*

THE NEW BOARD OF DIRECTOR AND OFFICERS ARE:

MARIA ELENA LARGAESPADA / PRESIDENT / 11398 W. Flagler St. #108
MIAMI, FL. 33174

SAM WALDERMAR DOWNS / DIRECTOR / 11398 W. Flagler St. #108
Miami, FL. 33174

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: The date of each amendment's adoption: 11/29/07

FOURTH: Adoption of Amendment (s) (check one)

- 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 by _____"
(voting group)

- The amendment(s) was/were adopted by the board of directors without shareholders action and shareholders action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholders action was not required.

Signed this 29th day of NOVEMBER 2007

PICOS BAKERY, CORP.
(Corporation Name)

By *Maria Elena Largaespada*
(Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

(A director or incorporator if adopted by the directors of incorporators)

Maria Elena Largaespada
(Typed or printed name)
MARIA ELENA LARGAESPADA
PRESIDENT/DIRECTOR
(Title)