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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. LOCOMOTION CLOTHING, INC.

(Corporation Name)

(Document #)

2. \_\_\_\_\_  
(Corporation Name)

(Document #)

3. \_\_\_\_\_  
(Corporation Name)

(Document #)

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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input checked="" type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
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REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

G. COULLIETTE JUN 6 2001

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Examiner's Initials

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

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

LOCOMOTION CLOTHING, INC.

(present name)

*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)

*Directors*

ARTICLE VIII BEING AMENDED AS FOLLOWS :

PRESIDENT : SERGIO BOCANEGRA

VICE PRESIDENT : LUIS BOCANEGRA

SECRETARY : SERGIO BOCANEGRA

TREASURER : LUIS BOCANEGRA

*8405 NW 53<sup>rd</sup> Street  
Suite C 100  
MIAMI - FL 33166*

NOTE : SERGIO BOCANEGRA NOW OWNS 50 % OF OUTSTANDING SHARES AND  
LUIS BOCANEGRA OWNS THE OTHER 50 % OF THE OUTSTANDING SHARES  
OF LOCOMOTION CLOTHING, INC.

**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: APRIL 30 TH, 2001

**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 shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 30 TH day of APRIL, ~~19~~<sup>XXXX</sup> 2001.

Signature

PRESIDENT

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

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

SERGIO BOCANEGRA

Typed or printed name

PRESIDENT

Title