German Pena, P.A. Tax Advisor

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF ANIMAL PET'S, INC.

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(s) adopted:

ARTICLE IV INITIAL REGISTERED AGENT

DELETE: RAUL A. VEGA as a Registered Agent

ADD:

JAIME R. VEGA as a Registered Agent

ARTICLE III SHARES

JAIME RAUL VEGA	55%	\$ 275.00
ROGERT F. VILLA	35%	\$ 175.00
SANDRA P. ORTIZ	10%	\$ 100.00

ARTICLE VI DIRECTORS

DELETE:

RAUL A. VEGA as a Secretary

ADD:

SANDRA P. ORTIZ as a Secretary

SECOND: The date of each amendment's adoption: August 21, 2001

THIRD: Adoption of Amendment(s):

The amendment(s) were adopted by the Board of Directors without shareholder action and shareholder action was not required.

Signed this 21st day of August, 2001

JAIMÉ R. VEGA

President

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been made initial registered Agent to accept service of process of the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.

JAIME R. VEGA

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SECRETARS EE.FLORIDA