

11/12/28

**TRANSMITTAL LETTER**

November 3, 2008

Division of Corporations  
Amendment Section  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL. 32301  
(Tel # 850-245-6050)

From: James L. Pruden, PA  
980 N. Federal Highway, Suite 404  
Boca Raton, FL. 33432  
Phone 561 417-4644

VIA FEDERAL EXPRESS

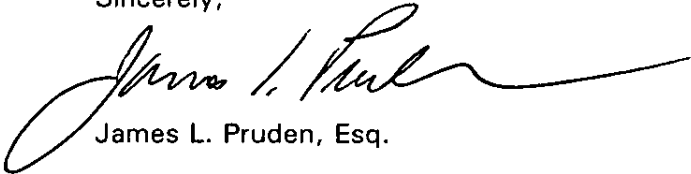
RE: *LUCKY DOG HOLDINGS, INC.* - Articles of Amendment

Enclosed please find the following:

1. The original and one copy of Certificate of Amendment
2. A check in the amount of \$35.00 for the Amendment

If you have any questions or need any further information, please feel free to contact me at the address or telephone number provided above.

Sincerely,



James L. Pruden, Esq.

**Enclosure**

CERTIFICATE OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION OF  
**LUCKY DOG HOLDINGS, INC.**

**FILED**  
2008 NOV -7 PM 2:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The Undersigned, being the President, of LUCKY DOG HOLDINGS, INC. hereby certifies that:

1. The name of the corporation is

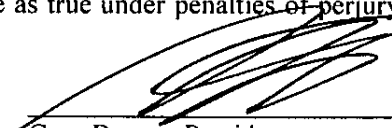
**LUCKY DOG HOLDINGS, INC.**

2. The Articles of Incorporation were filed with the Department of State on January 30, 2001 and assigned a document number P01000010944.
3. The Article II of the Articles of Incorporation, relating to the number of authorized shares of the Corporation is hereby amended to read as follows:

**This Corporation shall have authority, acting by its Board of Directors, to issue not more than 1,000 shares of common class, PAR VALUE .10 per share, that have unlimited voting rights of one vote per share for the election of directors and with respect to other matters submitted to a vote of shareholders, and that are entitled to receive the net assets of the Corporation upon dissolution after payment of the Corporation's debts.**

4. The authorized shares are increased from 100 shares to 1,000 shares as indicated in paragraph 3 above. As this is action is a ten for one forward split, the resulting percentage of issued and unissued shares before the split shall not change after the ten for one division; and accordingly, there is no exchange, reclassification or cancellation of any of the Corporation's issued shares.
5. The foregoing Amendment to the Articles of Incorporation was authorized by resolution of the Board of Directors and approved by the holders of all of the Company's issued and outstanding common stock by written consent of all of the shareholders on 10/25/2008. Accordingly, the number of votes cast for the approval of the Amendment was sufficient for approval.
6. The effective date of this Amendment to the Articles of Incorporation shall the date of filing with the Department of State.

IN WITNESS WHEREOF the undersigned submits this Certificate of Amendment to the Articles of Incorporation and affirm the same as true under penalties of perjury on this October 27, 2008.

  
Gary Brown, President