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Florida Department of State
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BASIC AMENDMENT

DULCE DE LECHE ART CAFE, CORP.

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

DULCE DE LECHE ART CAFÉ, CORP.

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 adopted:

ARTICLE I - NAME

The name of the Corporation will be: Remain the same.

The principal place of business of this corporation: Remain de same

ARTICLE II: NATURE OF BUSINESS (Ammended)

The nature of business will be : The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV: INITIAL CAPITAL(Ammended)

The amount of capital which this corporation will begin business is ONE THOUSAND DOLLARS (\$1 000.00)

ARTICLE VIII: DIRECTORS

The Board of Directors will be: Remain the same

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: N/A

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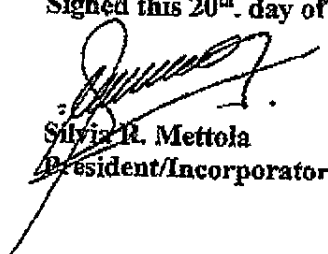
FOURTH: The amendments were approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

FIFTH: The registered address of the corporation shall be: Remain the same.

SIXTH: The Registered Agent shall be: Remain the same.

SEVENTH: These amendments was accepted and approved on August 18th, 2001.

Signed this 20th. day of August ; 2001


Sylvia R. Mettola
President/Incorporator

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