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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
MERCATO 2401 INC.**

ITEM I.

Article IV of the Articles of Incorporation of MERCATO 2401 INC., is hereby amended to
read:

ARTICLE III.

The maximum number of shares of authorized capital stock of this corporation shall consist of seven thousand five hundred (7,500) shares of common stock, par value One Dollar (\$1.00) per share, divided into four thousand two hundred seventy-five (4,275) shares of Class A common stock and three thousand two hundred twenty five (3,225) shares of Class B common stock.

The Class A common stock shall have full voting rights on the basis of one vote per share. The Class B common stock shall have no voting rights. Except as to voting rights, the Class A common stock and Class B common stock shall be equal in all respects.

Upon filing of these Articles of Amendment, each share of issued and outstanding common capital stock shall automatically be deemed converted into five and 7/10 (5.7) shares of Class A common stock and four and 3/10 (4.3) shares of Class B common stock.

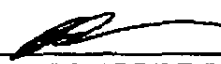
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ITEM II.

The foregoing Amendment was approved by the sole Stockholder and Director of the corporation on the 3 day of May, 2012.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment, this 3 day of May, 2012.


CARMINE GIARDINI, President and Secretary

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