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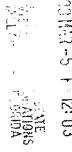
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CR2E031(9/92)



ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

MILY'S 99 STORE, INC

Pursuant to the provisions of section 607.1006, Florida Statues, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment adopted:

ARTICLE VII: DIRECTORS

The number of the members of the Board of Directors of the corporation shall not be less than one person. The shareholders of the corporation and the shares to each one will be as follows:

			SHARES	
		- 	Amount	용
LEONARDO ARROYO		-PRESIDENT	500	100
2885 W 76 ST # 102		_SECRETARY	-	
HIALEAH, FL 33018	** *	DIRECTOR		

ARTICLE VIII: OFFICERS

The officers of the corporation shall be:

LEONĀRDO ARROYO			PRESIDENT
LEGNARDO ARROTO		<u> </u>	- LUDGINI
2885 W 76 ST # 102			SECRETARY
HIALEAH, FL 33018	•	• ****** *	DIRECTOR
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ARTICLE IX: REGISTERED OFFICE AND AGENT

The street address of the corporation and the name of its registered agent at such address is:

> LEONARDO ARROYO 761 E 10 ST HIALEAH, FL 33010

Having been named to accept serwice of process for the above stated corporation at the place designated in the Certificate I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

LEONARDO ARROYO

SECOND: This amendment is adopted on March 1st, 2003.

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

Leonardo Arroyo President Secretary

Director