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*Amend
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04 AUG -2 PM 12:27
TAMPA, FL

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: COUNTRY WALK PHARMACY & DISCOUNT, INC.

DOCUMENT NUMBER: P02000031456

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

CARLOS E. VARONA

(Name of Person)

CARLOS E. VARONA - ACCOUNTING & TAX SERVICES

(Name of Firm/ Company)

7478 NW 8TH STREET

(Address)

MIAMI, FL. 33126

(City/ State/ and Zip Code)

For further information concerning this matter, please call:

CARLOS E. VARONA - ACCOUNTANT

(Name of Person)

at (786) 234-6837

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

\$35 Filing Fee

\$43.75 Filing Fee &
Certificate of Status

\$43.75 Filing Fee &
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enclosed)

\$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Articles of Amendment
to
Articles of Incorporation
of

FILED
04 AUG -2 PM 12:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COUNTRY WALK PHARMACY & DISCOUNT, INC.

(Name of corporation as currently filed with the Florida Dept. of State)

P02000031456

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

ADDED #1- ARTICLE V - DIRECTOR (S) : The new member of the Board of Director (s) is:

ISOLINA CANDIA - VICE-PRESIDENT AND SECRETARY.

14421 COUNTRY WALK DR

MIAMI, FL 33186

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

AMENDED #1- ARTICLE III - STOCK: This Corporation is authorized to issue One Thousand (1000)

Shares of Common Stock having a par value of \$1.00 per share. The ownership distribution is as follow:

Mary Mendoza owns Two Thirds (2/3), and Isolina Candia owns One Third (1/3) of the Shares.

(continued)

The date of each amendment(s) adoption: JULY 9, 2004

Effective date if applicable: JULY 9, 2004
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

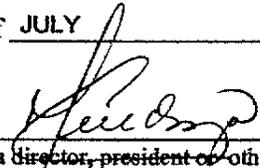
The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
(voting group)

The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 9 day of JULY, 2004

Signature 

(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

MARY MENDOZA

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)

FILING FEE: \$35