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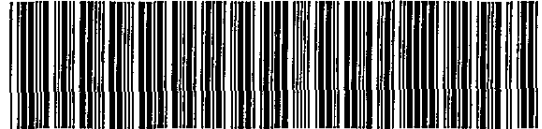
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TALLAHASSEE, FLORIDA
STATE

By Amen

August 29, 2005

Glenda Hood
Division of Corporations
Secretary of State
Florida Department of State
409 East Gaines Street
Tallahassee, FL 32399

Dear Ms. Hood:

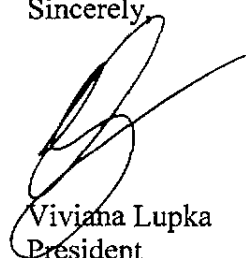
Enclosed please find our check number 3448 for \$43.75.

Enclosed please find a copy of the amendment to the articles of incorporation. Please, return it to me with the filing date stamped on it.

If I can be of any help, please do not hesitate to contact me at your earliest convenience at (305) 652-4247.

I thank you in advance for your attention to this matter.

Sincerely,



Viviana Lupka
President

Viviana Lupka Advertising Group, Inc.

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
Viviana Lupka Advertising Group, Inc.
(DOC. # P02000047150)

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

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

FIRST: Article number VI of the Articles of Incorporation is being amended as follows:

Article VI
Principal Place of Business

The principal place of business and mailing address of said corporation shall be:

3625 North Country Club Drive
Suite #2301
Aventura, FL 33180

Second: Article number VIII of the Articles of Incorporation is being amended as follows:

Article VIII
Directors

The names and addresses of the board of directors of this corporation who shall hold office until their successors are chosen, shall be:

President/Secretary:	Viviana Lupka	3625 North Country Club Drive Suite #2301 Aventura, FL 33180
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Vice President/Treasurer:	Gustavo Lupka	3625 North Country Club Drive Suite #2301 Aventura, FL 33180
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Third: The date of the adoption of these amendments shall be September 1, 2005.

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

Signed this 7 day of September, 2005.

Signature:  _____

Viviana Lupka, President, Secretary and Director