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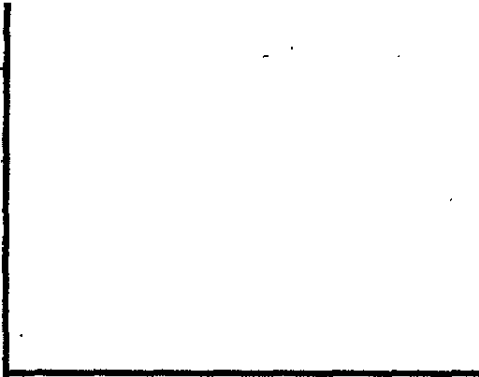
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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. LILO'S DELICATESSEN, INC.
(Corporation Name) (Document #)
- 2. _____
(Corporation Name) (Document #)
- 3. _____
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- 4. _____
(Corporation Name) (Document #)

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NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

Examiner's Initials

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
LILLO'S DELICATTESSEN, INC.
(PRESENT NAME)

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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: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE VI:

(ADD)	GERMAN RAFAEL SANDINO PEREZ	as	Treas
(LEAVE)	ROSA EYBI VALDES	as	Pres.
(LEAVE)	EDWINS MENDIETA	as	V/Pres.

SECOND: If an amendment provides for an exchange, reclassification or cancellation has issued shares, provisions for implementing the amendment if not contained in the Amendment itself, is as follows:

GERMAN RAFAEL SANDINO PEREZ shall hold **25%** of the shares of mentioned corporation.

ROSA EYBI VALDES shall hold **50%** of the shares of mentioned corporation.

EDWINS MENDIETA shall hold **25%** of the shares of mentioned corporation

THIRD: The date of each amendment's adoption: 07/12/2005

FOURTH: Adoption of Amendment(s) (Check one)

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

The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately for each

Voting group entitled to vote separately on each 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 director 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 12 day of JULY 2005.

Signature Eybi Valdes
(By the Chairman or Vice Chairman of the Directors,
President or other officer if adopted by the shareholder's)

OR

(By a direct if adopted by the directors)

OR

(By incorporation if adopted by the incorporations)

Eybi Valdes
Typed or printed name

Presidente
Title