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Acknowledgment

W.P. Venifier

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF ADORABLE PUPPIES STORE, INC. (Charter# P03000045269)

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

AMENDMENT TO ARTICLE I

- 1- The name of the corporation is ADORABLE PUPPIES STORE, INC.
- 2- The following amendment to the Articles of Incorporation was adopted by all the shareholders of the corporation on May 6, 2004, in the manner prescribed by the Florida General Corporation Act:

The name of the corporation shall henceforth be:

PUPPIES TO GO 3, INC

AMENDMENT ADOPTED TO ARTICLE IV:

The names and street addresses of the Directors are as follows. Please remove all other names:

NAME	ADDRESS
Johny Bayona President, Secretary	1260 SW 139 Avenue Miami, FL 33184
Viviana Bayona Vice-President, Treasurer	1260 SW 139 Avenue Miami, FL 33184
AMENDMENT ADOPTED	
REGISTERED OFFICE AND AGENT	

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The name and address of the new registered agent is:

Johny Bayona 1260 SW 139 Avenue Miami, FL 33184

O4 MAY 12 AM 10: 48
SECRETARY OF STATE
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THE DATE OF THE ADOPTION OF THIS AMENDMENT IS: May 6, 2004.

THE AMENDMENT WAS APPROVED BY THE SHAREHOLDERS. THE NUMBER OF VOTES CAST FOR THE AMENDMENT WAS SUFFICIENT FOR APPROVAL.

Signed this May 6, 2004

PUPPIES TO GO 3, INC

Johny Bayona / President

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

ACKNOWLEDGMENT:

Having been named to accept service of process for PUPPIES TO GO 3, INC., 28714 S. Dixie Hwy, Miami, Florida 33033, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

Johny Bayona