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To:

Division of Corporations

Fax Number

: (850)205-0380

Account Name Account Number : 071001002335

: FAS-T CORP. AGENTS, INC.

Phone

: (305)599-0839

Fax Number

: (305)716-0346

BASIC AMENDMENT

AAA KENNEL CLUB, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

AAA KENNEL CLUB, INC.	
(present name)	
P03000057849	
(Document Number of Corporation (if Known)	

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)

AMEND ARTICLE V: Officer/Directors

DELETE: JESUS CANOURA (Vicepres-Secretary) 2700 S.W. 27TH AVE. MIAMI, FL 33133

ADD: JESUS CANOURA (Vicepresident) 2700 S.W. 27TH AVE. MIAMI, FL 33133

ADD: GIUSEPPE TUFANO (Secretary) 2700 S.W. 27TH AVE. MIAMI, FL 33133

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

THIRD: The date of each amendment's adoption: 10/29/04.
FOURTH: Adoption of amendment(s) (CHECK ONE)
X The amendment(s) was/were approved by the shareholders. The number of votes cast 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 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
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 29 day of Octuber , 2004 ,
Signature Annual -
(By the Chairman or Vice Mairman of the Board of Directors, President or other officer if adopted by the shareholders)
OR .
(By a director if adopted by the directors)
OR.
(By an incorporator if adopted by the incorporators)
Luis Frías
(Typęd or printed name)
President-Treasurer
(Title)