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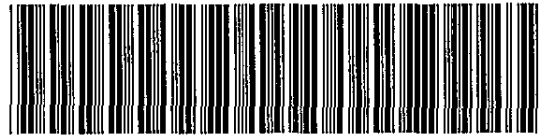
(Business Entity Name)

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

1. V FLOWERS GROUP, INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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NEW FILINGS	
<input type="checkbox"/>	Profit
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<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
VFLOWERS GROUP, INC.**

FILED
2003 JUL 18 PM 1:44
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

Pursuant to the provision of section 607-1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendments adopted:
ARTICLE VI: The name and address of the new officers of this corporation are as follows:

Luz Carime Giraldo **President**
14050 Biscayne Blvd #517
North Miami, FL 33181

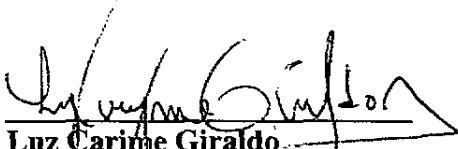
Beatriz Elena Angel **Vice-President**
10878 NW 8th Court #10878
Plantation, FL 33324

Marcelo Mejia **Secretary/Treasurer**
10878 NW 8th Court #10878
Plantation, FL 33324

SECOND: The date of the amendment's adoption: **July 16th, 2003.**

THIRD: Adoption of Amendment:
The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 16th day of July, 2003.

BY: 
Luz Carime Giraldo
President

Date: July 16th, 2003