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BASIC AMENDMENT

LA PALOMA PET SHOP & BOTANICA, INC.

Certificate of Status	0
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Page Count	02
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6/21/04 A-OR DIA



FLORIDA DEPARTMENT OF STATE Glends E. Hood Secretary of State

June 22, 2004

LA PALOMA PET SHOP & BOTANICA, INC. 2769 W 74TH TER HIALEAH, FL 33016-5433

SUBJECT: LA PALOMA PET SHOP & BOTANICA, INC.

REF: P03000084438

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Michelle Milligan Document Specialist FAX Aud. #: H04000130324 Letter Number: 704A00041186

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Articles of Amendment Of

LA PALOMA PET SHOP & BOTANICA, INC.

Pursuant to the provision of section 607.0501, Florida Statutes, this Florida Profit Corporation adopts the following amendment(s) to its Articles of Incorporation:

FIRST ARTICLE 1 NAME ADD LA PALOMA PET SHOP & PET SUPPLIES, INC. DELETE LA PALOMA PET SHOP & BOTANICA, INC. SECOND: ARTICLE V NEW REGISTERED OFFICER AND AGENT I accept Designation as Register Agent for the above company BERNARDO M. HERNANDEZ Benearlo Herran Per ADD 10430 SW 27TH ST. MIAMI, FL 33165 New place of Business 10430 SW 27[™] ST. ADD MIAMI, FL 33165 DELETE: WALTER M. DIAZ 2769 WEST 74TH TERR HIALEAH, FL 33016 Old Place of Business DELETE 2769 WEST 74TH TERR HIALEAH, FL. 33016 THIRD ARTICLE VI BOARD OF DIRECTORS.

BERNARDO M. HERNANDEZ- President

President

10430 SW 27TH ST MIAMI, FL 33165

WALTER M. DIAZ

2769 West 74th Torr Hialeah, FL 33016

ADD

DELETE

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FOURT THE DATE OF EACH AMENMENT (S) ADOPTION: June 21, 2004

FIFTH ADOPTION OF AMENDMENTS:

(X) The amendment(s) was (were) adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was (were) sufficient for approval.

Signed this June 21, 2004