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COR AMND/RESTATE/CORRECT OR O/D RESIGN

SUNSET BILLIARDS, INC.

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C. Goulette JUN 05 2007

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATORS
OF
SUNSET BILLIARDS, INC.
(Present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this 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: Article VI should read as follows:
The name and address of the new Registered Agent of the corporation is :

Barbara Piquero 15770 SW 72 Street, Miami, FL 33193

ARTICLE IV: Article IV should read as follows:
The new Board of Directors shall consist of a total of 1 person and the name and address of the person who is to serve as Director is :

Herbert Garfinkle **DELETED**

Joaquin Autie **DELETED**

Barbara Piquero **ADDED 15770 SW 72 ST
MIA-FL 33193**

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: N/A

THIRD: The date of each amendment's adoption: June 1st, 2007

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 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 _____

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(voting group)

XX 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 1st day of June, 2007.

Signatures: (By the Chairman or Vice Chairman of
the Board of Directors, President or
other officer if adopted by the shareholders(s))

OR

(By a director if adopted by the director(s)

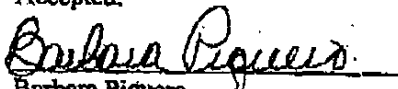
OR

(By an incorporator if adopted by the incorporator(s)


Barbara Piquero/President

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE. I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

Accepted:


Barbara Piquero
Date: June 1st, 2007