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08/22/05--01016--022 \*\*43.75

Amend

**RAMON REYES**  
**5035 PALM AVE HIALEAH, FL 33012**  
**PHONE:(305) 822-0669**  
**FAX: (305)-822-0803**

August 16, 2005

To: Department of State,  
Re: HEADZ UP CLOTHING, INC.

Enclosed please find the original and one copy of the Article of Amendment and Certificate of Designation of Registered Agent together with my check totaling \$43.75.

If you have any questions please do not hesitate to give me a call at the above number. Thank you in advance for your help.

Sincerely,

  
Ramon Reyes

**ARTICLES OF AMENDMENT**  
**TO**  
**ARTICLES OF INCORPORATION**  
**OF**  
**HEADZ UP CLOTHING, INC.**

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\_\_\_\_\_  
(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)*

**NEW OFFICERS**

PRESIDENT/	HUGO TANDRON Jr.	16529 N.W. 57th Ave.
SECRETARY		MIAMI, FL. 33014

**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: 08/15/05

**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):*

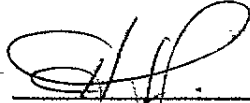
"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_."  
(voting group)

- ☐ 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.

(continued)

Signed this 15 day of August, ~~19~~ 2005.

Signature



(By the Chairman or Vice Chairman 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)

HUGO TANDRON JR.

Typed or printed name

PRESIDENT

Title