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Florida Department of State
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From: Account Name : EMPIRE CORPORATE KIT COMPANY
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2005 MAY 24 PM 3:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

BASIC AMENDMENT

VIDA'S SOUVENIRS, INC

Certificate of Status	0
Certified Copy	0
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C. Coulliette MAY 24 2005

3

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ARTICLES OF AMENDEMENT
TO
ARTICLES OF INCORPORATION
OF
VIDA'S SOUVENIRS, INC
(Present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of incorporation:

FIRST: Amendment(s) adopted: indicated article number(s) being amended, added or deleted

ARTICLE VI

The board of Directors will be amended as follows:

VIDA RODRIGUEZ-MEDINA
411 NW 87th Avenue Apt 1006
Miami, Florida 33126

PRESIDENT

JULIO A GUTIERREZ
411 NW 87th Avenue Apt 1006
Miami, Florida 33126

VICE-PRESIDENT

ARTICLE VII

Shareholders will be amended as follows:

VIDA RODRIGUEZ-MEDINA
411 NW 87th Avenue Apt 1006
Miami, Florida 33126

50%

JULIO A GUTIERREZ
411 NW 87th Avenue Apt 1006
Miami, Florida 33126

50%

SECOND: If an amended 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: 05/23/2005

FOURTH: Adoption of amendment(s) (check one)

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X 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 adopted 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 shareholders 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 21st day of October of 2003

Signature

[Signature]
VIDA RODRIGUEZ-MEDINA/President

[Signature]
JULIO A GUTIERREZ/Vice-President

(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 a incorporator if adopted by the incorporators)

[Signature]
VIDA RODRIGUEZ-MEDINA/President

[Signature]
JULIO A GUTIERREZ/Vice-President

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