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BASIC AMENDMENT

M & D WAREHOUSE OUTLET INC

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*Amendment*  
*07/15/05*  
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## FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

July 13, 2005

M & D WAREHOUSE OUTLET INC  
12139 SW 131 AVE  
MIAMI, FL 33186SUBJECT: M & D WAREHOUSE OUTLET INC  
REF: P05000088192

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Articles of Amendment  
to  
Articles of Incorporation  
of

M & D WAREHOUSE OUTLET INC

(Name of corporation as currently filed with the Florida Dept. of State)

P05000088192

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

**NEW CORPORATE NAME (if changing):**

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")  
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

**AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE)** Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

ARTICLES VI & VII - DIRECTORS & OFFICERS - Mr Bastidas is deleted; the new directors and officers are

President - Mirna CASTRO 11292 SW 156 PL Miami, FL 33196

Director - Judith SUYAPA REYES 13237 SW 65 ST Miami, FL 33183

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

ARTICLES III - SHARES Mr Carlos Bastida sold his stock to Ms Judith SUYAPA REYES

The new stockholders are Mirna CASTRO (50%) and Judith SUYAPA REYES (50%).

(continued)

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The date of each amendment(s) adoption: Jul 12, 2005

Effective date if applicable: Jul 12, 2005  
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders 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.

Signed this 12 day of July, 2005

Signature

[Signature]  
(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Carlos Bastida - Mirna Castro  
(Typed or printed name of person signing)

Director - President  
(Title of person signing)