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Krisjoena Service
1712 W. Flagler St
Miami, FL 33135

(City/State/Zip/Phone #)

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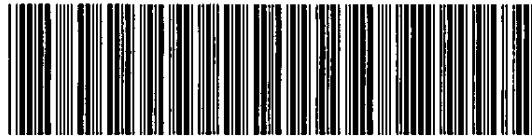
(Business Entity Name)

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2008 MAR 28 PM 12:56

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

TB

4-2-08

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

MELODY FASHIONS WHOLESALE, INC.

FILED
2008 MAR 28 PM 12:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

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

Directors shall now read as follows

DELETE: ROSA M NIETO (AS PRESIDENT) 1720 SW 137 CT MIAMI FL 33175

DELETE: DIANA K NIETO (AS VICE- PRESIDENT) 1720 SW 137 CT MIAMI FL 33175

ADD: RHIANNA BLUNBERQ (AS PRESIDENT) 444 SW 8 ST MIAMI FL 33130

ADD: ROSA M NIETO (AS VICE PRESIDENT) 444 SW 8 ST MIAMI FL 33130

ADD: DIANA K NIETO (AS SECRETARY) 444 SW 8 ST MIAMI FL 33130

New Registered Agent:

NO CHANGE

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: 03/25/2008

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

The amendment(s) was/were approved by the shareholders. The number o 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 for each
Voting group entitled to vote separately on each amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by

(voting group)"

(x) 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 25 day of March, 2008

Signature Rhianna Blunberg
(By the chairman or Vice Chairman of the 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)

RHIANNA BLUNBERG

Typed or printed name

PRESIDENT

Title

Having been named registered agent and to accept service of process for the stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity.

Registered Agent Signature