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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
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COR AMND/RESTATE/CORRECT OR O/D RESIGN
CITY COOL CORPORATION

Certificate of Status	0
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Amend

DEC 20 2012

T. LEWIS

H12000298102

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
CITY COOL CORPORATION**

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:

ARTICLE VII:
(RE-DISTRIBUTION/EXCHANGE OF SHARES AMONG OWNERS)

VICE-PRESIDENT: REDY CHONG; 4801 SW 129 Avenue Miami, FL 33175
TREASURER: RANDY CHONG; 13808 SW 54 Street Miami, FL 33175
PRESIDENT: ROGELIO CHONG; 7220 SW 129 Court Miami, FL 33183

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:

REDY CHONG awarded (30% of the shares), RANDY CHONG awarded (30% of the shares), ROGELIO CHONG awarded (40% of the shares)

THIRD: The date of each amendment's adoption is December 17, 2012.

Document Prepared By:

Janet Vasallo, Public Accountant
Commercial Tax & Accounting Services Inc.
1212 SW 2 Street
Miami, FL 33135
(305) 643-2482

FOURTH : Adoption of Amendment(s) CHECK ONE

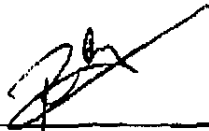
The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s)

The amendment(s) was/were approved by the shareholders through voting groups.

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 incorporator without shareholder action and shareholder action was not required

Signed this 17th day of December 2012



(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 incorporator)



Rogelio Chong
President

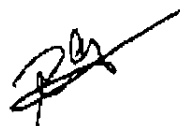
Date: 12/17/2012

H1200029840:

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE**

CITY COOL CORPORATION
(Name of Corporation)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



**REGISTERED AGENT
ROGELIO CHONG, PRESIDENT**
December 17, 2012