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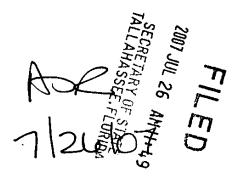
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Examiner's Initials



ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

SHOE SECRETS, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST:

Article 5 of the Articles of Incorporation provides:

President:

Pamela Cooper

Secretary:

Pamela Cooper

Treasurer:

Pamela Cooper

SECOND:

Article 5 shall be amended to state:

President:

Pamela Cooper

Vice-President:

Joseph Albury

Secretary:

Jonas Garcon

Treasurer:

Pamela Cooper

whose mailing addresses shall be the same as the mailing address of the Corporation.



THIRD: The date of the adoption of this amendment is the 16 July 2007.

FOURTH: The amendment was adopted by the Board of Directors. No Shareholder action was

required for adoption.

FIFTH: This amendment shall be effective upon the filing with the Secretary of State of

Florida.

Signed this 16 July 2007.

Pamela Cooper, Chairman of the Board of Directors