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FAIRY TALES BOUTIQUE, INC.

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Articles of Amendment to

Articles of Incorporation FAIRY TALES BOUTIQUE, INC. (Name of corporation as currently filed with the Florida Dept. of State) P06000124946 (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): LOLLIPOP BOUTIQUE, INC. (must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.") AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (BE SPECIFIC) (Attach additional pages if necessary) Wan 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)

(continued)

The date	of each amendment(s) adoption; 10/23/2006
Effective	date if <u>applicable</u> :	
		(no more than 90 days after amendment file date)
Adoption	of Amendment(s)	(CHECK ONE)
Ø		vas/were approved by the shareholders. The number of votes cast for 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) washareholder action w	was/were adopted by the incorporators without shareholder action and was not required.
Signed thi	Signature K (By a di	rector, president/or other officer - if directors or officers have not been d, by an incorporator - if in the hands of a receiver, trustee, or other court and fiduciary by that fiduciary)
		Ashley Martinez
		(Typed or printed name of person signing)
		PRESIDENT
		(Title of person signing)