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**CAROLINE ENTERPRISES, INC.**

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**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
CAROLINE ENTERPRISES, INC.,  
a Florida corporation**

Pursuant to the provisions of section 607.1006, Florida Statutes, CAROLINE ENTERPRISES, INC. adopts the following amendment to its Articles of Incorporation:

**FIRST:** The name of the corporation is CAROLINE ENTERPRISES, INC. (the "Corporation").

**SECOND:** Article V of the Articles of Incorporation of the Corporation is amended in its entirety to read as follows:

**"ARTICLE V - INITIAL OFFICERS AND DIRECTORS**

**OFFICERS**

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
LOIC DE FABRIQUE	3920 East Lake Estates Drive Davie, FL 33328	President and Treasurer
CAROL DE FABRIQUE	3920 East Lake Estates Drive Davie, FL 33328	Vice President and Secretary

**DIRECTORS**

<u>NAME</u>	<u>ADDRESS</u>
CAROL DE FABRIQUE	3920 East Lake Estates Drive Davie, FL 33328
LOIC DE FABRIQUE	3920 East Lake Estates Drive Davie, FL 33328

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**THIRD:** The amendment set forth in Article SECOND of these Articles was adopted by and made effective by the Incorporator on November 16, 2006 without shareholder action and shareholder action was not required.

The undersigned Incorporator of the Corporation has executed these Articles of Amendment on November 16, 2006.

  
MITCHELL D. SCHEPPS, Incorporator

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