

P07000039038

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To: Division of Corporations
Fax Number : (850)205-0380

From: Account Name : CARLOS PEREZ SERVICE
Account Number : I20050000172
Phone : (305)541-8722
Fax Number : (305)541-6940

COR AMND/RESTATE/CORRECT OR O/D RESIGN**POPEYE SOLUTION, CORP.**

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C. Goulet MAY 10 2007

ARTICLES OF AMENDMENT
TO
ARTICLES OF CORPORATION
OF
POPEYE SOLUTION, CORP.
(P07000039038)

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

FIRST: Amendment adopted: **ARTICLE II**

The principal place of business address:

Delete: 680 NW 101 PLACE
MIAMI, FL. US 33172

Add: 1353 SW 1st STREET – APT. 1
MIAMI, FL. US 33135

The mailing address of the corporation is:

Delete: 680 NW 101 PLACE
MIAMI, FL. US 33172

Add: 1353 SW 1st STREET – APT. 1
MIAMI, FL. US 33135

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SECOND: Amendment adopted **ARTICLE V II**

The initial officer(s) and/or director(s) of the corporation is/are:

Add: **Title: VP/D**
ARNALDO PENA
1353 SW 1st STREET – APT. 1
MIAMI, FL. US 33135

THIRTH: If an amendment provides for an exchange, reclassification or cancellation of issued share, provisions for implementing the amendment if not contained in the amendment itself, are as following:

The date of each amendment's adoption May 10, 2007.

THIRD: Adoption of Amendment:

- _____ The amendment(s) was / were approved by the shareholders. The number of 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 groups entitled to vote separately on the amendment(s).
- _____ The number of votes cast for the amendment(s) was / were sufficient for approval by _____.
- 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 incorporator without shareholder action and shareholder action not required.

Signed this 10 day of May, 2007 by director(s)


MAYKEL ALVAREZ
(P/D)