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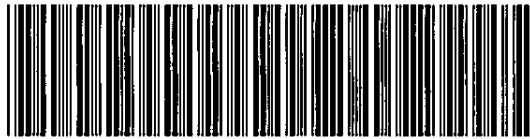
(Business Entity Name)

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APPROVED
AND
FILED

Amend

C. Goulette JUN 26 2007

**LAZARUS
CORPORATE FILING SERVICE**

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. DON PEPE DISCOUNT, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

AMENDMENTS

- ☒ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

Examiner's Initials

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
DON PEPE DISCOUNT, INC.**

Pursuant to the provision of section 607-1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendments adopted

ARTICLE VIII: The name and address of the new officers/directors of the corporation are as follows:

Jose De Jesus Hernandez	President/Treasurer
1246 W 44 Pl	
Hialeah, FL 33012	

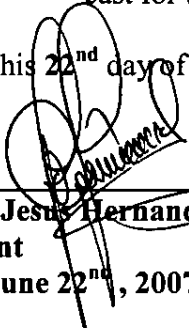
Michel Posada	Vice-President
1246 W 44 Pl	
Hialeah, FL 33012	

Limbania Milian	Secretary
1246 W 44 Pl	
Hialeah, FL 33012	

SECOND: The date of the amendment's adoption: **June 22nd, 2007.**

THIRD: Adoption of Amendment:
The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 22nd day of June, 2007.



Jose de Jesus Hernandez
President
Date: June 22nd, 2007

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AND
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