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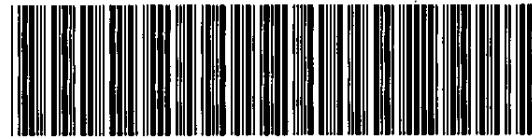
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Amend
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DEC 16 2008

EXAMINER



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FLORIDA DEPARTMENT OF STATE
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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Don Pepe Discount, Inc.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

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(Corporation Name) (Document #)

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(Corporation Name) (Document #)

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Certificate of Status

NEW FILINGS

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

AMENDMENTS

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

OTHER FILINGS

- Annual Report
- Fictitious Name

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 VI: The name and address of the new registered agent is:

**Michel Posada
1246 W 44 Pl
Hialeah, FL 33012**

ARTICLE VIII: The name and address of the new officer/director of the corporation is as follows:

Michel Posada **President/Secretary/Treasurer**
1246 W 44 Pl
Hialeah, FL 33012

SECOND: The date of the amendment's adoption: **December 10th, 2008.**

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 10th day of December, 2008.

Michel Posada

President

Date: December 10th, 2008

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TARI OF ST.
CATHARINE

**Articles of Amendment to
Articles of Incorporation
Don Pepe Discount, Inc.**

page 2 of 2

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Signature: 
Michel Posada

Date: December 10th, 2008