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LARRY V BISHINS P.A.

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LIPSTIX, INC.

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ARTICLES OF AMENDMENT

The Articles of Incorporation of LIPSTIX, INC. is amended by amending Article VII of the Articles of Incorporation by deleting the entire article thereof and substituting therefore the following:

ARTICLE VII

ARTICLE VII - OFFICERS AND DIRECTORS

The officers and director or the corporation are:

Title: PVST
ROBERT CAPRIO
13045 SW 87th Ave.
Miami, FL 33176

Title: D
ROBERT CAPRIO
13045 SW 87th Ave.
Miami, FL 33176

This amendment to the Article of Incorporation of LIPSTIX, INC. was adopted by a unanimous vote of the directors and shareholders on August 12, 2008. The number of votes cast for the amendment by the shareholders was sufficient for approval

IN WITNESS WHEREOF, Robert Caprio, President of LIPSTIX, INC. has hereunto set his hand and seal, to the foregoing Articles of Amendment under the laws of the State of Florida, this 13th day of August 2008.


Robert Caprio, President

Filed By:
Larry V. Bishins, Esq.
4548 North Federal Highway
Fort Lauderdale, FL 33308
Fla. Bar. 178986
954-772-7900

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