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**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
PARTY LAND OF MIAMI, INC.**

**Document # P09000013234**

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

**FIRST:** Amendments (s) adopted: (indicate article number (s) being amended, added or deleted):

Change I, V and VI: Read as follow:

Change of name to:

**PRADA ENTERPRISES USA, INC.**

Delete the officer directors and Shareholder:

President,	Jaqueline Roman
Secretary and Treasury	242 NW 71 AVE
	MIAMI FL 33126

Vice-President	Adrian Roman
	242 NW 71 AVE
	MIAMI FL 33126

Add the officer directors and Shareholder:

President, Secretary and Treasury	Victor Prada 10940 NW 87 LANE Miami, Fl 33178
Vice-President,	MAYERLIN BENTOLILA 10940 NW 87 LANE Miami, Fl 33178
Shareholder:	PRADA MOTORS C.A. C.C. EL RECREO PISO 8 - Ofic. # 8 Bello Monte Caracas - Venezuela

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

President, Secretary and Treasury	Victor Prada 10940 NW 87 LANE Miami, Fl 33178	29%
Vice-President,	MAYERLIN BENTOLILA 10940 NW 87 LANE Miami, Fl 33178	20%
Shareholder:	PRADA MOTORS C.A. C.C. EL RECREO PISO 8 - Ofic. # 8 Bello Monte Caracas - Venezuela	51%

THIRD: The dated of each amendment's adoption: February 7th, 2011

FOURTH: Adoption of Amendments (s) (Check One)

- ☒ 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 provided for each voting group entitled to vote separately on the amendment(s):

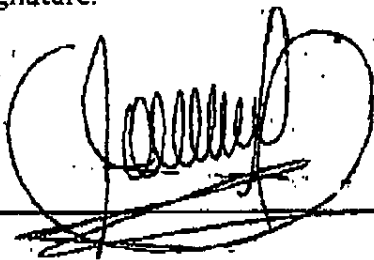
The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_

Voting group

- ☐ 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 incorporators without shareholder action and shareholder action was not required.

Signed this 7 day of February, 2011

Signature:

A handwritten signature in black ink, appearing to be 'Jaqueline Roman', written over a horizontal line.

**Jaqueline Roman**  
**President**