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Discount Candles, Inc.

**Articles of Amendment
Revoking Authority to Issue
Series A Preferred Stock**

1. **Creation of Series A Preferred Stock.** Pursuant to the applicable provisions of the Florida Business Corporation Act and Article III of the Articles of Incorporation of Discount Candles, Inc., a Florida corporation (the "corporation"), the Board of Directors of the corporation created and established a series of Preferred Stock, par value \$.0001 per share, which was designated "Series A Preferred Stock." Articles of Amendment Creating Series A Preferred Stock were filed by the corporation with the Department of State of the State of Florida on September 17, 2009 under Document Number P09000065608.

2. **No Shares Issued or Outstanding.** No shares of Series A Preferred Stock, par value \$.0001 per share, of the corporation were issued. No shares of Series A Preferred Stock, par value \$.0001 per share, of the corporation are issued or outstanding.

3. **Revocation of Authority.** The authorization of the Series A Preferred Stock, par value \$.0001 per share, of the corporation described in the Articles of Amendment Creating Series A Preferred Stock filed by the corporation with the Department of State of the State of Florida on September 17, 2009 under Document Number P09000065608 is revoked in its entirety and no shares of such Series A Preferred Stock may be issued by the corporation.

4. **Adoption of Amendment.** This Amendment to the Articles of Incorporation, as amended, of the corporation was duly adopted by the Board of Directors of the corporation on February 18, 2010. Pursuant to the provisions of Section 607.1002(5) of the Florida Statutes, approval of the shareholders of the corporation is not required.

IN WITNESS WHEREOF, this instrument has been executed by the undersigned director of the corporation on February 18, 2010.

Discount Candles, Inc.

By 

Stephen D. Hove,
Chief Executive Officer

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