P13000082923

Florida Department of State
Division of Corporations
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```
To:
        Division of Corporations
        Fax Number      : (850)617-6380

From:
        Account Name    : MENDEZ ACCOUNTAX SERVICES, CORP
        Account Number  : I20060000145
        Phone           : (305)769-4936
        Fax Number      : (305)769-1844
```

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

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COR AMND/RESTATE/CORRECT OR O/D RESIGN
U.S.A. COOL, INC.

Certificate of Status	0
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Articles of Amendment
to
Articles of Incorporation
of

U. S. A. Cool, Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

_P13000082923_

(Document Number of Corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this _Florida Profit Corporation_ adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

_____ _The new_

name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or Co.," or the designation "Corp," "Inc," or "Co". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."

B. Enter new principal office address, if applicable:
(Principal office address MUST BE A STREET ADDRESS)

_____

_____

_____

C. Enter new mailing address, if applicable:
(Mailing address MAY BE A POST OFFICE BOX)

_____

_____

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent: _JOSE M. HERNANDEZ_

                           _13150 SW 10 ST_

New Registered Office Address: _(Florida street address)_

               Miami _____, Florida _33184_

               (City)   _(Zip Code)_

New Registered Agent's Signature, if changing Registered Agent:
I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

Page 1 of 3

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:
(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
P	MAKEL P. RUIZ	12971 SW 9St Miami, FL 33184	☐ Add ☒ Remove
—	——————	——————	☐ Add ☐ Remove
—	——————	——————	☐ Add ☐ Remove

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

_____

_____

_____

_____

_____

_____

_____

F. 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:
(if not applicable, indicate N/A)

_____

_____

_____

_____

_____

_____

The date of each amendment(s) adoption: __JAN 31, 2014__
(date of adoption is required)

Effective date **if applicable:** __JAN 31, 2014__
(no more than 90 days after amendment file date)

Adoption of Amendment(s)   **(CHECK ONE)**

☑ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders 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.

Dated __JAN 31, 2014__

Signature _____

(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

x __JOSE M. HERNANDEZ__
(Typed or printed name of person signing)

__PRESIDENT__
(Title of person signing)