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OFFICE USE ONLY (Document #) LAZARUS CORPORATE FILING SERVICE, INC. (Requestor's Name) 3320 S.W. 87th AVENUE (Address) MIAMI, FLORIDA (305)552-5973 (City, State, Zip) LOCAL REPRESENTATIVE TALLAHASSEE OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Corporation Name) (Document #) (Document #) (Corporation Name) (Document #) Walk in Pick up time . Certified Copy Mail out Will wait Photocopy Certificate of Status 100003145901--8 -02/24/00--01037--017 NEW FILINGS AMENDMENTS *****35.00 *****35.00 Profit Amendment NonProfit Resignation of R.A., Officer/Director Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal C. COULLIETTE FEB 2 4 2000 Other Merger REGISTRATION/ OTHER FILINGS **QUALIFICATION** Annual Report Foreign Fictitious Name 00 FEB 24 AM 11: 20 Limited Partnership Name Reservation Reinstatement CEVIEDE 17 Trademark Other Examiner's Initials

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION

Puppy kingdom kennel, Inc.

(Present name)

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

First:

Amendment (s) adopted: (indicate article number (s)

being amended, added or deleted).

Article VII: Upon motion duly made and approved by the board of Directors; Jorge E. Pubchara Jr. resident of 5880 Collins Ave. Apt 1203. Miami Beach Fl. 33140 was elected President, with (70) shares of capital stock or 70 % and Jorge E. Pubchara Sr. was elected Secretary and Treasurer with (30) shares of capital stock or 30 %.

Puppy kingdom kennel, Inc. 2700 S.W. 27th AVE. Miami, Fl. 33133

Second:

The date of each

amendment's adoption:

February 1st, 2000

Third:

Adoption of Amendment (s) (check one)

XXXX

The amendment (s) was/were adopted by the incorporators without shareholder action and shareholder action was not require.

The amendment (s) was/were adopted the board of directors without shareholder action and shareholder action was not require.

(Continued)

(Continued)

The amendments(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 separatly on the amendment (s).)

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

by :
(voting group)
Sign this 1 st day of February, 2000
B. lose Islandine
(chairman or vice chairman of the board of directors, president or other officer if adopted by the shareholders)
Jorge E. Pubchara Sr.
(Typed or print name)
Incorporator

Secretary

(Title)