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LAZARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

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MIAMI, FLORIDA (305)552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

400002601424--7

-07/29/98--01050--012

*****35.00 *****35.00

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. GENERAL BRANDS INTERNATIONAL CORP.
(Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2:00

☐ Certified Copy

☐ Mail out ☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
98 JUL 29 PM 12:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Examiner's Initials

See 7/29

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
GENERAL BRANDS INTERNATIONAL CORP.

FILED
98 JUL 29 PM 12:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(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)*

Articles VI

The new Board of Directors will be as follows:

Frank Tomasino -Director

Frank Tomasino -President

540 Brickell Key Dr. #517
Miami, FL 33131

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:

THIRD: The date of each amendment's adoption: July 4th, 1998

FOURTH: Adoption of Amendment (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 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 27th day of July, 19 98

Signature

Frank Tomasino - President
By the Chairman or Vice Chairman of the Board of Directors,
President or other officer if adopted by the share holders)

OR

By an Incorporator if adopted by the incorporators)

Frank Tomasino

Typed or printed name

President

Title