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CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF THE DOMINICAN CIGAR CORPORATION

SECTION OF PARTY OF P

The undersigned, being the President of, THE DOMINICAN CIGAR CORPORATION (the "Company") and being duly authorized by the Board of Directors hereby certifies that:

FIRST: The number of shares that the corporation shall be authorized to issues shall be 25 million shares of \$.0001 par value common stock

The foreegoing amendment was authorized and adopted by resolution of the Board of Directors and approved by the shareholders owning a majority of the issued and outstanding shares of stock of the Company pursuant to a written consent of the shareholders in lieu of a meeting on June 22, 1997. The number of votes cast by the shareholders was sufficient for approval.

THIRD: The effective date of this Certificate of Amendment to the Articles of Incorporation shall be effective upon filing with the Secretary of State.

IN WITNESS WHEREOF the undersigned have submitted these Certificate of Amendment to the Articles of Incorporation and affirm the same as true under penalties of perjury this 25 day of June 28, 1997.

Donald Watten

DONALD PLATTEN, ___president