P97000052246

Pet Essentials, Inc. 318 Indian Trace - # 420 Weston, FL. 33326

Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL. 32314

To Whom It May Concern:

Attached please find a completed Articles of Amendment to the Articles of Incorporation of Pet Essentials, Inc.

At this time we wish to change Article I, as designated on the form. A check in the amount of \$35.00 has also been enclosed to cover the filing fee.

Thank you for your assistance.

300002235653--6 -07/11/97--01029--023 *****35.00 *****35.00

Sincerely,

Edward P. Lafiteau

President

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Name charge KFT 7-15-97

FILED

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

97 JUL 11 AM 9: 40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pet	Essentials,	Inc.		
(present name)				

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit 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 I

The name of this incorporation is Pet Supplies Express, Inc. The mailing address of this corporation is:

318 Indian Trace # 420 - Weston, FL. 33326

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: 7/8/97.		
FOURTH	: Adoption of Amendment(s) (CHECK ONE)		
X	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(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.		
Ĺ	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.		
Signature	Signed this 8th day of July 19 97		
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by			
	the shareholders)		
OR			
	(By a director if adopted by the directors)		
	OR		
	(By an incorporator if adopted by the incorporators)		
	Edward P. Lafiteau Typed or printed name		
	President		
Title			

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