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CONTACT: JOHNNY C RODRIQUEZ

PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: K9 LOVERS COMPANY

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ARTICLES OF AMENDMENT

Article I. Name

The name of this Florida corporation is: K9 Lovers Company (the "Corporation").

Article II. Amendment

The Articles of Incorporation of the Corporation are amended as follows:

The mailing address of the Corporation is amended to:

5055 Collins Avenue, Suite 9-B Miami Beach, FL 33140

Article III. Date Amendment Adopted

The amendment set forth in these Articles of Amendment was adopted on July 22, 1997.

Article IV. Shareholder Approval of Amendment

The amendment set forth in these Articles of Amendment was proposed by the Corporation's Board of Directors and approved by the shareholders by a vote sufficient for approval of the amendment.

The undersigned executed this document on the date shown below.

K9 Lovers Company

By:_

Print Name: Johnny C. Rodriguez
Print Title: Assistant Secretary

Assistant Secretary

Corporate Creations International Inc. 401 Ocean Drive #312 (Door Code 125) Mlami Beach FL 33139-6629 (305) 872-0686