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BASIC AMENDMENT

CARLY'S TOYS, INC.

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

CARLY'S TOYS, INC.

P98000070718
(Document Number of Corporation (If known)

Pursuant to the provisions of section 607.1006, Florida Statues, 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)

CARLOS MANUEL GONZALEZ-QUEVEDO (P/V/S/7) 2204 W. 8 CT., Hialeah, FL 33010

02 JUL 24 PM 4:59
SECRETARY OF STATE
ANASSEE, FLORIDA

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 dete of each amendment's edoption: 7/23/67	
· FOURTE	: Adoption of Amendment(s) (CHECK ONE)	
_	The emendment(a) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.	
The amendment(s) was ware 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	
\/	(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.	
Signature (By the Chairman of the Hoard & Directors, Pesident or other officer (Facility by the shareholders)		
V		
OR		
(By a director if adopted by the directors)		
	OR.	
	(By an incorporator if adopted by the incorporators)	
	CARLOS H. GONZALEZ-QUEVEDO	
Vice-President / Director		
	/	