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Division of Corporations

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**ESMOKES, INC.**

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eSmokes, Inc.

**Articles of Amendment**

Pursuant to the provisions of Section 607.1006 of the Florida Statutes, eSmokes, Inc., a Florida corporation, does hereby amend its Articles of Incorporation.

1. The name of the corporation whose Articles of Incorporation are being amended by these Articles of Amendment is eSmokes, Inc., a Florida corporation.

2. Article I of the Articles of Incorporation of eSmokes, Inc., a Florida corporation, is deleted in its entirety, and the following Article I is inserted in its place:

**ARTICLE I**

**Corporate Name**

The name of this corporation is: Heartbreaker Holdings, Inc.

3. The amendment to the Articles of Incorporation of eSmokes, Inc., a Florida corporation, set forth in paragraph 2 above was duly adopted by the sole director of the corporation on March 12, 2008 and by the sole shareholder of the corporation on March 12, 2008.

4. The only voting group entitled to vote on the amendment to the Articles of Incorporation of eSmokes, Inc., a Florida corporation, set forth in paragraph 2 above was the holders of shares of Common Stock of the corporation. The number of votes cast in favor of such amendment by the members of such voting group was sufficient for approval by that voting group.

IN WITNESS WHEREOF, the corporation, by and through its undersigned officer thereunto duly authorized, has executed these Articles of Amendment on March 12, 2008.

eSmokes, Inc.

By   
Stephen D. Hove, President

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