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COR AMND/RESTATE/CORRECT OR O/D RESIGN
H2O DISCOUNT AND BEVERAGE INC

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**ARTICLES OF AMENDMENT OF
ARTICLES OF INCORPORATION
FOR
H2O DISCOUNT AND BEVERAGE, INC**

FILED

2015 FEB 27 PM 1:06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607-1006, Florida statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

FIRST; Amendment (s) adopted:

**ARTICLE V
NEW REGISTERED AGENT**

The name and Florida street address of the new registered agent is:

Fares Alsad
150 West 24th St. Unit B
Hialeah, FL 33012

**ARTICLE VIII
NEW BOARD OF DIRECTORS**

The Board of Director and the number of shares shall be as follows:

Name	Address	Office	Shares
Fares Alsad	150 West 24 th St. Unit B Hialeah, FL 33012	President	500

THIRD; the date of each amendment's adoption: 2/24 /2015

FOURTH: Adoption of Amendment(s) (check one)

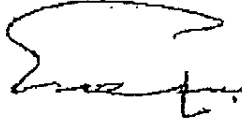
The amendment (s) was/were adopted by the incorporators or board of Directors without shareholder action and shareholders action was not required.

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 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 amendment (s) was/were sufficient for approval


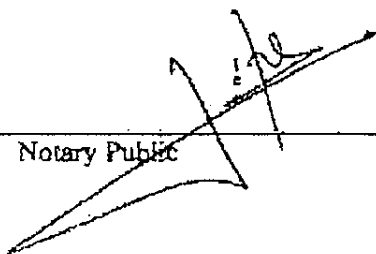
By _____
(Voting group)



By _____
President Fares Alsad

Sworn to and subscribed before me this February 24, 2015.

Notary Public



JORISE R. LOPEZ
MY COMMISSION # 77 81853
EXPIRES: December 8, 2016
Notary Public/Notary Services