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From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 07100L002335
Phone : (305) 599-0839
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BASIC AMENDMENT

SEDUZIONE, INC.

Certificate of Status	0
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TALLAHASSEE, FLORIDA

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Amend
SB
4/16/04

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

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TALLAHASSEE, FLORIDA

SEDUZIONE, INC.

(present name)

(Document Number of Corporation (If known))

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 VII: OFFICERS/DIRECTORS

PLEASE DELETE THE FOLLOWINGS DIRECTORS:

DEL: BENIAMINO TUMEO(50% pres)
19604 E COUNTRY CLUB DRIVE
AVENTURA, FL 33180

ADD: PAOLO PALEMO(90% pres)
19604 E COUNTRY CLUB DRIVE
AVENTURA, FL 33180

DEL: SANTO CASSARINO(50% secret)
19604 E COUNTRY CLUB DRIVE
AVENTURA, FL 33180

ADD: NOREEN EVERY-CLAYTON(10%)
19604 E COUNTRY CLUB DRIVE
AVENTURA, FL 33180
(sec-treas).

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: APRIL 12, 2004

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- 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.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 14 day of APRIL, 2004.

Signature _____
(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)

PAOLO PALERMO _____
(typed or printed name)

PRESIDENT _____
(Title)