

PO20080163

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From: Account Name : GASTION, INC.
Account Number : I20080000097
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CLASSIC DEVELOPERS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
CLASSIC DEVELOPERS, INC.
Doc. No.: P02000020163

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: Amendments(s) adopted:

(a) Article III is hereby amended to change the issued shares as follows:

Claudia Fontecilla 50% (500 shares)
Arturo Zizold 50% (500 shares)

(b) Article V is hereby amended to change the Corporation's Initial Officers and Directors to:

President/Director: Claudia Fontecilla
12305 South Dixie Highway
Miami, FL 33156

Vice-President/Director: Arturo Zizold
12305 South Dixie Highway
Miami, FL 33156

Treasurer: Isabel Fontecilla
12305 South Dixie Highway
Miami, Florida 33156

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: N/A

THIRD: The date of the adoption of the aforementioned amendments is November 11, 2005.

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

XXXX The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

[Signature page to follow]

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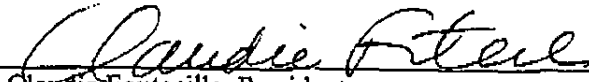
GASTION INC

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Signed this 11th day of November, 2005.

Signature:



Claudia Fontecilla, President

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