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DIVISION OF CORPORATIONS

BASIC AMENDMENT

MEGA INTERNATIONAL DISTRIBUTORS CORP.

Certificate of Status	0
Certified Copy	0
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AMEND
7/15
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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

MEGA INTERNATIONAL DISTRIBUTORS INC.

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TALLAHASSEE, FLORIDA

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 adopted: The **Article VII** of the articles of incorporation is hereby amended to read:

The corporation shall have (4) directors. The number of directors may be either increased or decreased from time to time by an amendment of the by-laws of the corporation in the manner provided by law, but shall never be less than ONE (1). The name and address of the directors of this corporation is:

- P/D -MANUEL GARCIA-10865 NW 29TH STREET, SUITE 200, MIAMI, FL. 33172
- V/P-CARLOS MANUEL MELLA FEBLES-10865 NW 29TH STREET, SUITE 200, MIAMI, FL. 33172
- S/D-ROSSIN GARCIA-10865 NW 29TH STREET, SUITE 200, MIAMI, FL. 33172
- T/D-ROSA MARIA PABLO DE MELLA-10865 NW 29TH STREET, SUITE 200, MIAMI, FL. 33172

V/P -Second: The shareholders approved the amendment. The number of votes cast for the amendment was sufficient for approval.

Dated this day July 12, 2002

Signed this 12 day of July 12, 2002

Signature:



MANUEL GARCIA
President

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