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BASIC AMENDMENT

LA PERLA 1208, CORP.

Certificate of Status	0
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*Amendment
0.8/7/02*

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(2)

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
LA PERLA 1208, CORP.**

Pursuant of the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendments adopted:

**ARTICLE SIX
DIRECTORS**

The number of directors constituting the board of directors of the corporation are three (3). The name and address of each person who is to serve as a member of the board of directors is:

Name: Betina Ellana Arazi (President/Secretary)
Address: Delgado 1270, Capital Federal, Argentina

Name: Martha Rosa Litman de Arazi (Vice President)
Address: Gorostiaga 1749, Capital Federal, Argentina

Name: Marcos Arazi (Treasurer)
Address: Gorostiaga 1749, Capital Federal, Argentina

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 adoption is August 6, 2002.

FOURTH: Adoption of Amendment:

The Amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 6th of August, 2002.

Signature:


Betina Ellana Arazi, President

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