

MAY-13-05 FRI 05:57 PM

TAX

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P02000127437

Florida Department of State
Division of Corporations
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((H05000084014 3))

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From:

Account Name : LAZARUS CORPORATE FILING SERVICE, INC.
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BASIC AMENDMENT

COMCELL USA CORP

Certificate of Status	0
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Page Count	03
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DIVISION OF CORPORATIONS
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Amendment

05/13/05

DC

MAY-13-05 FRI 03:57 PM
850-205-0381

FAX: PAGE 01
5/13/2005 12:20 PAGE 001/001 Florida Dept of State



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

May 13, 2005

COMCELL USA CORP
1912 SW 18TH ST
MIAMI, FL 33145

SUBJECT: COMCELL USA CORP
REF: P02000127437

Attn: Darleen

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

WE HAVE JUAN PALACIO AS PRESIDENT AND PALACIO C. AUGUSTO AS TREASURER CURRENTLY LISTED ON OUR RECORDS. PLEASE PROVIDE A TITLE FOR THE NEW OFFICER NATALIA MORENO. PLEASE VERIFY THE CURRENT OFFICERS AND CORRECT YOUR DOCUMENT ACCORDINGLY.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-8906.

Darlene Connell
Document Specialist

FAX Aud. #: H05000084014
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FAX:

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H 05 000 084 014

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

Camcell USA corp

P02000127437
(PRESENT NAME)

FILED
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DIVISION OF CORPORATIONS
05 MAY 13 PM 4:09

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)

Directors shall now read as follows:

add: Natalia Moreno (treasure)

Juan C. Palacio (President) remains the same

Add: Cesar A. Palacio (Ve-President)

delete: PALACIO C. AGUSTO (treasure)

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.

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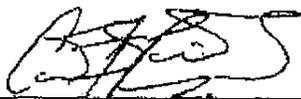
THIRD: The date of each amendment's adoption: 1/1/2005

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 4 day of April, 2005

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)

Cesar A. Palacio
Typed or printed name

Vice President
Title

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