

PD3000023524

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

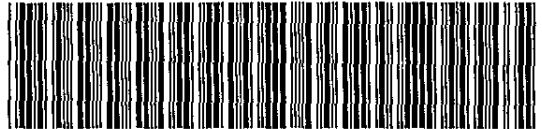
(Document Number)

Certified Copies _____ Certificates of Status _____

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Amend/CC/CUS
Ca 7/25/03



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07/17/03--01046--021 **52.50

FILED
03 JUL 17 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 14, 2003

FILED
03 JUL 17 PM 2: 4
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Liverpool Group Inc.
Document Number P03000023524

Enclosed are one original and two copies of the Articles of Amendment to Articles of Incorporation for the above referenced company.

We request a Certified Copy of the amendment and a Certificate of Status. We are enclosing a check for \$52.50 to cover the filing fee (\$35), the Certified Copy (\$8.75), and the Certificate of Status (\$8.75).

Thank you very much for your prompt attention to this matter.

Best regards,


Osvaldo Globio
President / Director

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

LIVERPOOL GROUP INC.

FILED
03 JUL 17 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(present name)

P03000023524

(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:

The officers and directors of the corporation are:

Title: P/D
OSVALDO GIOBIO
1094 ALI BABA AVE
OPA LOCKA, FL 33054

Title: VP/D
JUAN M. DELEON
1094 ALI BABA AVE
OPA LOCKA, FL 33054

Title: T/D
GUILLERMO CARBI
1094 ALI BABA AVE
OPA LOCKA, FL 33054

Title: S/D
MARCO PALMER
1094 ALI BABA AVE
OPA LOCKA, FL 33054

ENRIQUE REY (VP/D) has resigned and is no longer and officer/director of the corporation.

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:

Each of the above directors will own 25% of the issued shares of the corporation, as follows:

OSVALDO GIOBIO	25 SHARES
JUAN M. DELEON	25 SHARES
GUILLERMO CARBI	25 SHARES
MARCO PALMER	25 SHARES

THIRD: The date of each amendment's adoption: JULY 14, 2003

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 14th day of JULY, 2003

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)

OSVALDO GIOBIO

(Typed or printed name)

PRESIDENT / DIRECTOR / INCORPORATOR

(Title)