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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
DEVERE AND PARTNERS, INC.**

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**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
DEVERE AND PARTNERS, INC.**

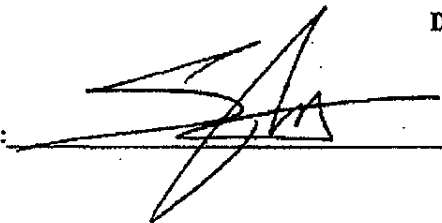
1. The name of this corporation is deVere and Partners, Inc., a Florida corporation (the "Company"), whose principal office and mailing address is c/o Carlton Fields, P.A., 100 S.E. Second Street, Suite 4200, Miami, Florida 33131, Attn: Andrew J. Markus.
2. Article I - Name., of the Articles of Incorporation of the Company is hereby deleted in its entirety and amended to read as follows:

"ARTICLE I. - NAME.: The name of the Corporation is deVere USA, Inc."
3. The foregoing amendment was adopted by the Unanimous Written Consent of the sole Director and the sole Shareholder of the Company entitled to vote thereon, dated April 10, 2011, in accordance with the Florida Business Corporation Act.
4. All of the issued and outstanding shares of the Company's authorized shares of Common Stock, voted in favor of the adoption of such amendment.

IN WITNESS WHEREOF, the undersigned has duly executed these Articles of Amendment on this 10 day of April 2011.

DEVERE AND PARTNERS, INC.

By: _____



Simon Pratt, President

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