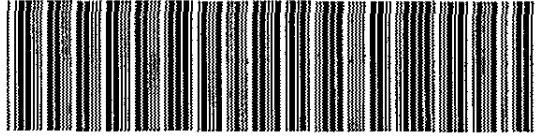


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TALLAHASSEE, FLORIDA

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: RESPAECEN INTERNATIONAL CORPORATION

DOCUMENT NUMBER: P04000084639

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

BAC

(Name of Contact Person)

BAC

(Firm/ Company)

8347 SW 40th st

(Address)

Miami FL 33155

(City/ State and Zip Code)

For further information concerning this matter, please call:

MERCEDES DEBORA

(Name of Contact Person)

at (305) 220-3420

(Area Code & Daytime Telephone Number)

Mailing Address

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

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION OF
RESPACEN INTERNATIONAL CORPORATION.
(Charter# P04000084639).

FILED
06 AUG -1 PM 12:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

AMENDMENT ADOPTED TO ARTICLE II:

The mailing address of this corporation shall be:

Pakmail 13055
PO BOX 025304
Miami, FL 33102-5304

AMENDMENT ADOPTED TO ARTICLE IV:

The names and street addresses of the Directors are as follows. Please remove all other names:

NAME	ADDRESS
Francisco Volpe President, Secretary	2800 Glades Cir, Ste 153 Weston, FL 33327
Maria C Acedo Volpe Vice-President, Treasurer	2800 Glades Cir, Ste 153 Weston, FL 33327

AMENDMENT ADOPTED

REGISTERED OFFICE AND AGENT

The name and address of the new registered agent is:

Francisco Volpe 2800 Glades Cir, Ste 153
Weston, FL 33327

THE DATE OF THE ADOPTION OF THIS AMENDMENT IS: July 24th, 2006.

THE AMENDMENT WAS APPROVED BY THE SHAREHOLDERS. THE NUMBER OF VOTES CAST FOR THE AMENDMENT WAS SUFFICIENT FOR APPROVAL.

Signed this July 24th, 2006.

RESPACEN INTERNATIONAL CORPORATION.

By



Mr. Francisco Volpe
President

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

ACKNOWLEDGMENT:

Having been named to accept service of process for RESPACEN
INTERNATIONAL CORPORATION., at Pakmail 13055 PO BOX 025304 Miami,
FL 33102-5304, I hereby accept to act in this capacity and agree to
comply with the provisions of said Act relative to keeping open
said office.


Mr. Francisco Volpe