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Account Number : 120020000100  
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**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

**PROCALCO USA HOMES INC.**

*Pursuant to the provisions of Section 607.1006, Florida Statutes, this 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 V- a) The Board of Directors of the Corporation shall DELETE the following directors:**

Name & Address	Title
GIANCARLO, RICARDO 2700 GLADES CIRCLE, STE 118 WESTON FL 33327	DIRECTOR

**Article V- b) The Board of Directors of the Corporation shall ADD the following director:**

Name & Address	Title
GIANCARLO, BELKIS 2700 GLADES CIRCLE, STE 118 WESTON FL 33327	DIRECTOR

**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's adoption: August 10<sup>th</sup>, 2012

**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

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- 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 10 days of August, 2012

Signature



BELKIS GIANCARLO  
DIRECTOR

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