

P05000082078

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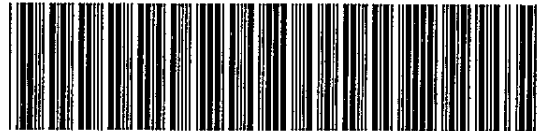
Judith Freundt CAVE

AUTHORIZATION BY PHONE TO
CONDUCT Inc. corp. Approval / VP sign.

DATE 07/21/05

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07/18/05--01049--005 **48.75

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
05 JUL 18 AM 10:28

Amendment

07/21/05

DC

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: ADBRAINTAGE US, INC.

DOCUMENT NUMBER: P05000082078

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

Please return all correspondence concerning this matter to the following:

JUDITH FREUNDT

(Name of Contact Person)

M.A. MARTIN & ASSOCIATES, P.A.

(Firm/ Company)

848 BRICKELL AVENUE, SUITE 830

(Address)

MIAMI, FLORIDA 33131

(City/ State/ and Zip Code)

For further information concerning this matter, please call:

JUDITH FREUNDT

(Name of Contact Person)

at (305) 374-4422

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

\$35 Filing Fee

\$43.75 Filing Fee &
Certificate of Status

\$43.75 Filing Fee &
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\$52.50 Filing Fee
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Mailing Address

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

Street Address

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Articles of Amendment
to
Articles of Incorporation
of

ADBRAINTAGE US, INC.

(Name of corporation as currently filed with the Florida Dept. of State)

P05000082078

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

ARTICLE VI OF THE ARTICLES OF INCORPORATION, is amended to read Two Directors:

Javier Cortada Chairman of the Board/President at 848 Brickell Avenue, Suite 830 Miami, FL 33131

Robert McDonough President at 848 Brickell Avenue, Suite 830, Miami, FL 33131

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

N/A

(continued)

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The date of each amendment(s) adoption: June 29th, 2005

Effective date if applicable: June 29th, 2005
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders 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 29th day of June, 2005

Signature _____

(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

JAVIER CORTADA

(Typed or printed name of person signing)

VP

(Title of person signing)

FILING FEE: \$35