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DIVISION OF CORPORATIONS  
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**Planeta Deportivo Inc.**  
3926 Falling Acorn Circle  
Lake Mary, FL. 32746

December 21st, 2006

**Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL. 32301**

Ref.: Articles of Amendment

Dear Sirs,

Please find attached the Articles of Amendment to Articles of Incorporation of Planeta Deportivo Inc. along with its respective fee for filing.

Please return all correspondence concerning this matter to the following address:

**Xavier Zambrano  
Planeta Deportivo Inc.  
3926 Falling Acorn Circle  
Lake Mary, FL. 32746**

For further information concerning this matter, please contact Xavier Zambrano at (321) 262-7612.

Very truly yours,

  
XAVIER ZAMBRANO

**Articles of Amendment  
To  
Articles of Incorporation  
of**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
06 DEC 28 PM 4:18

**PLANETA DEPORTIVO INC.**

**Document Number: P06000035920**

Pursuant to the provision of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendments to its Articles of Incorporation:

**AMENDMENTS ADOPTED**

**Article V**

The name and Florida street address of the registered agent is:

**XAVIER H. ZAMBRANO  
3926 FALLING ACORN CIRCLE  
LAKE MARY, FL. 32746**

**Article VII**

The officer(s) and/or director(s) of the corporation is/are:

**TITLE: PRESIDENT  
XAVIER H. ZAMBRANO  
3926 FALLING ACORN CIRCLE  
LAKE MARY, FL. 32746**

**Article VIII**

**Regulations**

The power to adopt, alter, amend or repeal the Regulations of the Company shall be vested in the Manager, subject to obtaining the approval of the Members owning at least fifty one percent (51%) of the Membership Units.

**Article IX**

**Admission of New Members , Sell or Trading of any Shares**

Additional Members may be admitted from time to time on such terms and conditions as determined by the affirmative vote of Members which must be fifty one percent (51%) 51% of the total shares. Shares must be sold only and exclusively to the Corporation with the approval of the Members with fifty one percent (51%) of the voting. Therefore, the Corporation is the only one that can sell the Shares.

## **Article X**

### **Death, Retirement, Resignation, Bankruptcy, Expulsion or Dissolution of Member**

In the event of the death, retirement, resignation, bankruptcy, expulsion or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Company, the remaining Members may continue the business of the Company upon the affirmative vote, within thirty (30) days after the occurrence of such an event, of all of the remaining Members.

## **Article XI**

The Corporation shareholders and membership interest are as follows:

<b><u>Name of Shareholders</u></b>	<b><u>Membership Interest</u></b>
Xavier H. Zambrano 3926 Falling Acorn Circle Lake Mary, Fl. 32746	80%
Fausto Gomez 5307 Kumquat Loop Windermere, FL. 34786	20%

### **The date of each amendments adoption:**

Article V: 10/16/2006  
Article VII: 10/16/2006

Article VIII: 10/16/2006  
Article IX: 10/16/2006  
Article X: 10/16/2006  
Article XI: 10/16/2006

### **Effective date:**


Article V: 10/16/2006  
Article VII: 10/16/2006

Article VIII: 10/16/2006  
Article IX: 10/16/2006  
Article X: 10/16/2006  
Article XI: 10/16/2006

**Adoption of Amendments:**

The Amendments were approved by the shareholders. The number of votes cast for the amendments by the shareholders were sufficient for approval.

**I certify that I am familiar with and accept the responsibilities of my position.**

  
**Xavier H. Zambrano**  
**PRESIDENT**