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TALLAHASSEE, FLORIDA

Gave OK to
add RA statement
(S)

Amend
S
5/27

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Tilapia Farming, Corp.

DOCUMENT NUMBER: P08000004975

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

Please return all correspondence concerning this matter to the following:

Francisco J. Villegas, CPA
(Name of Contact Person)

Francisco J. Villegas, CPA, P.A.
(Firm/ Company)

100 Almeria Avenue, Suite 200
(Address)

Coral Gables, Florida 33134
(City/ State and Zip Code)

For further information concerning this matter, please call:

Francisco J. Villegas CPA at (305) 441-2105
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|---|---|--|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input type="checkbox"/> \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed) |
|---|---|--|--|

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

Tilapia Farming, Corp.

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

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TALLAHASSEE, FLORIDA

P08000004975

(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):

n/a

(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 II: New principal place of business & mailing address:

13600 Hamlin Avenue, Clewiston, Florida 33440

Article VIII:

DELETE: VPD - Frank Rohenes, 901 SW 128 Terr, 202A, Pembroke pines, FL 33027

ADD: Title of VPD to existing officer, Luis Juarez, 230 W 49 Street, Hialeah, FL 33012

****Frank Rohenes should no longer appear on the Articles of Incorporation****

Designation of new Registered Agent attached.

(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)

(continued)

The date of each amendment(s) adoption: 5/14/2008

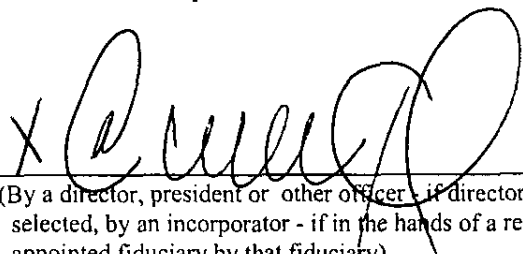
Effective date if applicable: 5/14/2008
(no more than 90 days after amendment file date)

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.

→ 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)

President
(Typed or printed name of person signing)

Cesar Canas
(Title of person signing)

FILING FEE: \$35

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH
FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, this statement of change is submitted for a corporation organized under the laws of the State of Florida in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation: Tilapia Farming, Corp.
2. The principal office address: 13600 Hamlin Avenue, Clewiston, Florida 33440
3. The mailing address (if different): Same as above
4. Date of incorporation/qualification: 1/14/2008 Document number: P08000004975
5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

Frank Rohenes
901 SW 128 Terrace, 202A
Pembroke Pines, Florida 33027

6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):

Francisco J. Villegas, CPA, P.A.
100 Almeria Avenue, Suite 200
(P.O. Box NOT acceptable)
Coral Gables, Florida 33134

The street address of its registered office and the street address of the business office of its registered agent, as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board, or the corporation has been notified in writing of the change.

→ X 
(Signature of an officer or director)

Cesar Canas
(Printed or typed name and title)

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.


(Signature of Registered Agent)

5/14/2008
(Date)

If signing on behalf of an entity:

Francisco J. Villegas, CPA
(Typed or Printed Name)

***** FILING FEE: \$35.00 *****

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE
MAIL TO: DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314