

P97000058484

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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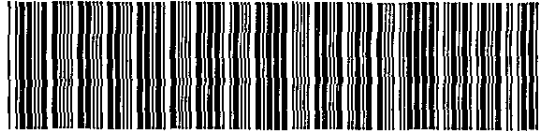
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 MAY 25 AM 11:37

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

05 MAY 25 AM 11:06

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Amend
C. Coullotte MAY 25 2005

Charter Number Only

VALIDATION ONLY

Clara Rivardeneira
 Requestor's Name
2742 SW 85th #201
 Address
Miami FL 33135
 City State Zip Phone
(305) 643-2248A

CORPORATION(S) NAME

Proper Composition, Inc.

- Profit
- Amendment
- Merger
- NonProfit
- Foreign
- Dissolution
- Mark
- Limited Partnership
- Annual Report
- Other
- Reinstatement
- Reservation
- Change of Registered Agent
- Certified Copy
- Photo Copies
- Certificate Under Seal
- Call When Ready
- Call If Problem
- After 4:30
- Walk In
- Will Wait
- Pick Up
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Empire Toll Free: 1-800-432-3028

**ARTICLES OF AMENDMENT
TO
ARTICLES OF PROFIT CORPORATION
OF**

FILED
05 MAY 25 AM 11:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PROPER COMPOSITION, INC.

(Present name)

Pursuant to the provisions of section 607,1006 Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST:

AMENDMENT ARTICLE VII
DELETED VICE-PRESIDENT GUILLERMO GARCIA
NEW VICEPRESIDENT ROMAN M. GARCIA R.A.
ADDRESS 2742 S.W. 8 S.W. # 201 MIAMI FL. 33135
AMENDMENT ARTICLE VII DELETED CLARA RIVADENEIRA
NEW SECRETARY GUILLERMO GARCIA ADDRESS 2742 S.W. 8
STREET # 201 MIA-FL. 33135

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 adoptions: MAY 23, 2005

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 the 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 day MAY 23, 2005

Signature



(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

ROMAN M. GARCIA R.A.

Typed or printed name

Vice-President

Title