

5/26/98

P 98000036271

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: HORIZONTE ASTRAL, INC.

AUDIT NUMBER.....H98000009731

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....0

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Amendment
05-26-98
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FLORIDA DIVISION OF CORPORATIONS

98 MAY 26 AM 9:24

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

Pursuant to Section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation.

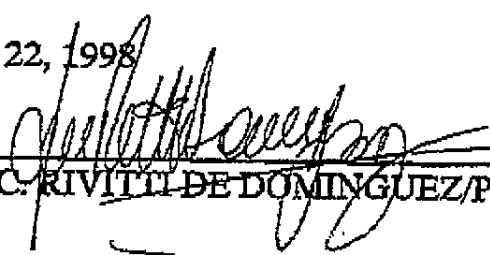
FIRST: The name of the corporation is:
HORIZONTE ASTRAL, INC.

SECOND: The following amendment(s) to the articles of incorporation was (were) adopted by the corporation:

1. To change the vice-presidency of the corporation to:
CHARLIE DOMINGUEZ/Vice president & Director
33826 Via de Agua
San Juan Capristano, CA 92675

THIRD: the amendment(s) was (were) adopted by the shareholders of the corporation on the 22 day of May , 1998

Dated: May 22, 1998



PATRICIA C. RIVITTI DE DOMINGUEZ/PRESIDENT



CHARLIE DOMINGUEZ-VICE-PRESIDENT

STATE OF FLORIDA
COUNTY OF DADE

H98000009731

Before me, the undersigned authority, personally appeared Patricia C. Rivitti De Dominguez-& Charlie Dominguez

Prepared by:
WASTON BARROCAS/ACCOUNTANT
1901 S.W. 99th Ct. (305) 552-8596
MIAMI, FLORIDA 33145

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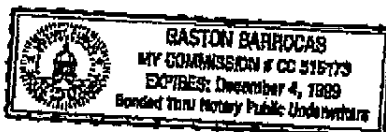
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to me well known to be the person(s) who executed the foregoing articles of amendment to articles of incorporation and acknowledged before me, according to law, that made and subscribed the same for the purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this
22 day of May, 1998.

Gaston Barrocas
NOTARY PUBLIC

SEAL



My commission expires:

"I hereby am familiar with and accept the duties and responsibilities as
Registered Agent for said Corporation.

Patricia C. Rivitti de Dominguez
PATRICIA C. RIVITTI DE DOMINGUEZ-REGISTERED AGENT

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