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NAME: NORTH SOUTH INTERNATIONAL INC.

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

December 19, 1996

NORTH SOUTH INTERNATIONAL INC. 2645A N.W. 20TH STREET MIAMI, PL 33142

SUBJECT: NORTH SOUTH INTERNATIONAL INC.

REF: P95000094636

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P95000094636

Articles of Amendment

Article L. Name

The name of this Florida corporation is North South International Inc. (the "Corporation").

Artisle II Amendment

The Articles of Incorporation of the Corporation are amended so that the text of Article V is deleted in its entirety and replaced with the following:

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Sylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each member of the Corporation's Board of Directors is:

Marta Aimla Monuel Airala

Iarta Aimla
fonuel Airala

Article III. Date Amendment Adomed

The amendment set forth in these Articles of Amendment was adopted on particles 19, 1996. December 19, 1996.

The amendment set forth in these Articles of Amendment was proposed by the Corporation's Board of Directors and approved by the shareholders by a vote sufficient for approval of the amendment.

An authorized representative of the Corporation executed these Articles of Amendment on December 19, 1996.

North South International Inc.

Christine A. Airila

President

P95000094836

Corporate Creations International Inc. 401 Ocean Drive, Suke312 Mismi Bocch, FL 33139 (305) 672-0608 (6 7 1379 33-78