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MENDIGUREN
SPRING
& ASSOCIATES, P.A.
Certified Public Accountants
5300 N.W. 33rd AVENUE, SUITE 220
FT. LAUDERDALE, FLORIDA 33309

MEMBERS
FLORIDA INSTITUTE OF
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December 19, 2001

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JAN 14 AM 9:5[illegible]

Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Dear Sir or Madam,

Enclosed herein please find the completed Articles of Amendment to Articles of Incorporation of Miami Silver, Inc. and check in the sum of $35.00 for the filing fee. Please feel free to contact our office if you have any questions. Thank you.

Sincerely,

Terri Macias
Terri Macias

Amend

V SHEPARD JAN 18 2002

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JAN 14 AM 9:51

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

MIAMI SILVER, 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(s) adopted: ***(indicate article number(s) being amended, added or deleted)***

Article VI Incorporators

The following shall constitute the officers of this corporation:

Margarita Israelov - President, Vice-President, Secretary and Treasurer
c/o Mendiguren, Spring & Associates, P.A.
5300 NW 33rd Avenue, Suite 220
Fort Lauderdale, FL 33309

SECOND: 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 adoption: December 19, 2001.

FOURTH: Adoption of Amendments(s) (CHECK ONE)

XX **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 approval by _____.**
> **voting group**

___ **The amendment(s) was/were adopted by the board of directors without sharehold 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 19 day of December, 2001.

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)

Margarita Israelov
Typed or printed name

President

amendart