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To:

Division of Corporations

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From:

: EMPIRE CORPORATE KIT COMPANY Account Name

Account Number : 072450003255 Phone : (305)634-3694

Fax Number : (305)633-9696

BASIC AMENDMENT

HAI GROUP USA, INC.

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION HAI GROUP USA, INC.



Pursuant to the provisions of Section 607.1006, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

RESOLVED that

The following shall be the NEW officers/Directors of the aforementioned corporation:

Director and President:

Jose Horigian

3440 Hollywood Blvd., Suite 360

Hollywood, FL 33021

Director, Vice President and Secretary:

Ruben Santurian

3440 Hollywood Blvd., Suite 360

Hollywood, FI 33021

Director and Treasurer:

Fernando Horigian

3440 Hollywood Blvd., Suite 360

Hollywood, FI 33021

SECOND:

The date of the Amendment's adoption was July 2, 2002.

THIRD:

The Amendment was adopted by the Board of Directors without Shareholder Action

and Shareholder Action was not required.

Signed this July 2, 2002.

Hai Gro JSA, Inc.

Fernando Horigian - DIRECTOR

I hereby am familiar with the duties and responsibilities as registered agent for said corporation.

By: LEONARDO A. ROTH

Registered Agent

202 24I 3170

P.02/02