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SUITE 1607 TWO DATRAN CENTER 9130 SOUTH DADELAND BOULEVARD MIAMI, FLORIDA 33156 - 7851

TELEPHONE (305) 670 - 3716 TELECOPIER (305) 670 - 9976 E-Mail: jarac @ bellsouth.net FILED

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

March 16, 2001

Amendment Section
Division of Corporations
Florida Department of State
P. O. Box 6327
Tallahassee, Florida 32314

900003890839--9 -03/21/01--01091--017 *****43.75 ******43.75

Dear Sirs:

Please find enclosed herewith an original and one copy of the Application for Amendment of an Application made by a Foreign Corporation, and a check for \$ 43.75 in favor of the Florida Department of State, in order to file such document.

Please provide the undersigned with one certified copy of saidocument.

Very truly yours,

11-11-01



Secretary of State

March 27, 2001

ALBERTO AMOROS TWO DATRON CENTER, SUITE 1607 9130 SOUTH DADELAND BOULEVARD MJAMI, FL 33156-7851

SUBJECT: EXCELAG CORP. Ref. Number: F01000000754

We have received your document for EXCELAG CORP. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

A foreign corporation wishing to change officers and directors must file a resolution by the Board of Directors. It must be notarized and signed by a present director. The fee is the same as an amendment. Thank You.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6957.

Doug Spi Documen

Doug Spitler Document Specialist

Letter Number: 801A00018249

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TALLAHASSEE, FLORIDA

CERTIFICATE OF CORPORATE RESOLUTIONS OF ExcelAg, Corp.

The undersigned, Director and President of ExcelAg, Corp. (the "Corporation"), a corporation organized and existing in accordance with the laws of the State of Delaware, with Registered Office at 3511 Silverside Road, Suite 105, in the City of Wilmington, County of New Castle, and duly authorized to carry on business in the State of Florida with Registered Office at Suite 1607, Two Datran Center, 9130m South Dadeland Boulevard, Miami, Florida 33156, hereby certifies that:

The following resolution has been unanimously adopted by the Stockholders of the Corporation by their written Consent dated January 16, 2001; and, the same has not been revoked, canceled, annualled or amended in any manner and are in full force and effect on the date hereof:

FURTHER RESOLVED that, the following are the three (3) Directors of the Corporation, duly elected and qualified, as such for the terms that were elected for, and they are:

Jorge E. Cepeda 7200 SW 109 Terrace Miami, Florida 33156

David Lucas Miles 1307 Salem Lane Chapel Hill, North Carolina 27516 and Violeta Cepeda 7200 SW 109 Terrace Miami, Florida 33156 IN WITNESS WHEREOF, the undersigned has hereunto set his hand and affixed the Corporation's seal this 13th day of April, 2001.

ExcelAg, Corp.

Director & President

STATE OF FLORIDA

jss:

MIAMI-DADE COUNTY

The undersigned, a Notary Public in and for the state and county aforesaid, hereby certifies that Jorge E. Cepeda, personally known to me, in his capacity as Director and President of ExcelAg Corp., has executed the foregoing instrument on behalf of said Company for the uses and purposes therein set forth. Given of my hand and seal on the day and year last above written.

Alberto Amoros Notary Public

State of Florida at Large