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From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
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LIMITED LIABILITY AMENDMENT

G & S GROUP, LLC

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ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
G & S GROUP, LLC.

Pursuant to the provisions of Section 608.411 Florida Statutes, this Company adopts the following Articles of Amendments to its Articles of Organization:

First: Article V is hereby amended as follows:

ARTICLE V
INITIAL BOARD OF DIRECTORS

The initial board of directors shall consist of two (2) members initially in the capacity indicated below. This number may be increased or decreased from time to time in accordance with the Company's bylaws but shall never be less than one. The name, capacity and address of the persons who will serve on the initial board of director are:

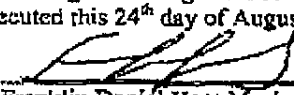
Name	Title	Address
Franklin Hoet Linares	President	4343 130 South Avenue, Wellington, FL 33414
Franklin Daniel Hoet Machado	Vice-President Secretary/Treasury	4343 130 South Avenue, Wellington, FL 33414

Company and its members each desire to maintain the ownership interest as are indicated below:

Franklin Hoet Linares	100%
Franklin Daniel Hoet Machado	0%

Second: The Company was organized on June 17, 2003. The shareholders on September 24th, 2003, approved all of the Amendments. The number of votes cast for the Amendment was sufficient for approval.

IN WITNESS WHEREOF, the undersigned manager has set his hand and seal, and caused these Articles of Amendment to be executed this 24th day of August 2003.



Franklin Daniel Hoet Machado

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Document prepared by:
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STATE OF FLORIDA)
) SS.
COUNTY OF MIAMI-DADE)

The foregoing instrument was sworn to and acknowledged before me this 24th day of September, 2003 by Franklin Daniel Hoet Machado of G & S GROUP, LLC, a Florida Limited Liability Company, on behalf of the Company, known to me to be the person described herein and who executed the foregoing Amendment for the purposes therein stated, and who is personally known to me.


NOTARY PUBLIC, STATE OF FLORIDA



Leonardo F. Brito
My Commission 00033286
Expires August 03, 2005

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