L55146

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Belair Services, Inc. 1633 E. Vine Street, Suite 207 Kissimmee, FL 34743 Tel. (407) 944-9262

May 19, 2004

Division of Corporation P.O. Box 6327 Tallahassee, FL 32314

I am sending the Article of Amended the following Business:

Florida Palms, Inc.

Also, I am enclosing a check in the amount of \$35.00 to cover your fees for the corporation.

Should you have any question concerning the above, do not hesitate to contact us.

Sincerely yours,

Mr. Luis R. Calderon

Accountant

ARTICLES OF AMENDMENT 04 MAY ED TO ARTICLES OF INCORPORATOR CORE 20 Florida Palms, Inc. L55146

Pursuant to the provision of section 607-1006, Florida Statues, 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.

ADD:

Albert Van Bilderbeck - Director

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provision for implementing the amendment if not contained on the amendment itself, are as follows:

ADD:

THIRD:

The date of the amendment(s) adoption:

May 19, 2004

FOURTH:

Adoption of Amendment(s) (CHECK ONE)

__X__ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

Signed this 15 day of

Signature:

(By the Chairman or Vice Chairman of the Board of Director, President or

other officer adopted by the shareholders)

Name:

Johanes Smolders

Title:

PRESIDENT