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OTHER FILINGS	QUALIFICATION	5000044528155 -07/06/0101038003 ****105.00 *****35.00
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ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

FLAME OF LIFE, INC.

2001 JUL ~6 PM 3: 02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST:

The Officers of the Corporation are stated as:

President:

Manuel E. Flores

Vice-President:

Marcelo Luna

Secretary:

Marcelo Luna

Treasurer:

Manuel E. Flores

SECOND:

The Officers shall be amended to state:

President:

Manuel E. Flores

Secretary:

Manuel E. Flores

Treasurer:

Manuel E. Flores

whose addresses shall be the same as the principal address of the Corporation.

THIRD:

The Directors of the Corporation are stated as:

Manuel E. Flores Marcelo Luna

FOURTH: The Director of the Corporation shall be changed to:

Manuel E. Flores

whose addresses shall be the same as the principal address of the Corporation.

FIFTH: The date of the adoption of this amendment is the 20 June 2001.

The amendment was adopted by the Board of Directors. No Shareholder action was SIXTH:

required for adoption.

This amendment shall be effective upon the filing with the Secretary of State of SEVENTH:

Florida.

Signed this 20 June 2001.

Manuel E. Flores, Chairman of the Board of Directors