

Division of Corporations

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BASIC AMENDMENT
LEVEL IMPORT & EXPORT CORP.

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AMEND
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ARTICLES OF AMENDMENT
OF
LEVEL IMPORT & EXPORT CORP.

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Pursuant to the provisions of Section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amended adopted: CHANGE OF ARTICLE NO. VI

The Board of Directors shall be composed by two (2) persons, whose names and addresses are:

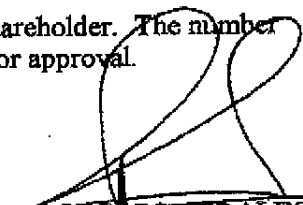
RODRIGO PERALES - PRESIDENT
8827 SW 123RD CT. BLDG. 3 - # 207
MIAMI, FL. 33186

NICOLAS IGLESIAS - VICEPRESIDENT
10125 SW 91ST TERR.
MIAMI, FL. 33176

SECOND: The date of this amendment adoption shall be June 14th, 2002. Resting Articles of Incorporation will remain unaltered.

THIRD: The amendment adopted was approved by the shareholder. The number of votes cast for this amendment was sufficient for approval.

Signed this 14th day of June, 2002


RODRIGO PERALES
PRESIDENT

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