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BASIC AMENDMENT

TR BROTHER, INC.

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Amendment

10/21/03

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AMENDMENT TO THE ARTICLES OF
INCORPORATION
OF
TR BROTHER, INC.

'BEFORE ME, the undersigned authority, this day personally appeared Braulio Perez, Jose Manuel Montes, Luis E. Amaya and Milagro Cardoza who first by me being duly sworn deposes and says:

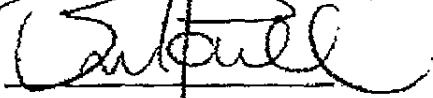
That pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

First: Be it amended that the corporation's officers are hereby changed and shall hereafter be known as Braulio Perez as President/ Vice-president/Treasurer/Secretary of the company.

Second: Be it amended that the stock ownership of the corporation has been changed to Braulio Perez 100% of common stocks.

Third: The date of the change of officers and ownership of the company shall be effective on the date filed in the Office of the Secretary of State, Division of Corporations, State of Florida. This is adopted the 20th day of October 2003.

Forth: The amendment was approved by the shareholders. The number of votes cast by the shareholders was sufficient for approval.


Braulio Perez, President

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