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DIVISION OF CORPORATIONS

BASIC AMENDMENT

CORAL COLORS, INC.

Certificate of Status	0
Certified Copy	0
Page Count	04
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Amendment
7-7-00
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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

CORAL COLORS, INC.

(Present name)

Pursuant to the provisions of section 607.1006 Florida Statutes, this Florida profit corporation adopts the following articles of Amendment to its articles of incorporation:

Wednesday, July 05, 2000

First : Amendment(s) adopted: AMENDED.

ARTICLE V - LOCATION

ARTICLE VI - SHAREHOLDERS

ARTICLE XIII - REGISTERED OFFICE / AGENT

ARTICLE XVI - BOARD OF DIRECTORS OF INCORPORATION

Second: The date of Adoption of the Amendments.

Third: Adoption of Amendments.

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TALLAHASSEE, FLORIDA

H00000035690 7**First: Articles Amended****ARTICLE V - LOCATION**

The NEW Street, Address, City and State in which the principal office of the corporation is to be located are 8558 Boca Rio Drive, Boca Raton, FL 33433. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE VI SHAREHOLDERS

This corporation now has one (1) Shareholder. The number of Shareholders may be increased or diminished from time to time in accordance with bylaws adopted by the stockholders. The name and address of The Subscriber of this corporation and the number of shares of stock, and the new position of the stockholders subscribe to by each person signing these Amendment of Articles of Incorporation now is:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
Paulo Cezar da Silva President / Treasury	8558 Boca Rio Drive Boca Raton, FL 33433	100%

ARTICLE XIII - REGISTERED OFFICE / AGENT

The street address of the NEW registered office of this corporation is 8558 Boca Rio Drive, Boca Raton, FL 33433, and the name of the NEW registered agent of this corporation at that address is Paulo Cezar da Silva.

ARTICLE XVI INITIAL BOARD OF DIRECTORS OF INCORPORATION

The initial President / Secretary, Saulo Fiorotti is no longer part of the board of directors of this Corporation. This Corporation now has one (1) Officer. The name and post office address of the officer, who subject to the provisions of the Corporation and the statutes of the State of Florida, shall hold office for their successors have been elected and qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Paulo Cezar da Silva President / Treasury	8558 Boca Rio Drive Boca Raton, FL 33433

Second: The date of adoption of the amendments.
The date of adoption of the amendments was 07/05/2000.

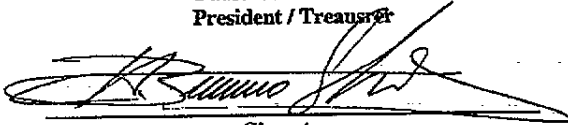
Third: Adoption of Amendment.
The Amendments were adopted by the shareholders.

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IN WITNESS WHEREOF, the undersigned being the original subscribers to the capital stock here for the purpose of forming a corporation to do business in the State of Florida, under the laws of the State of Florida, do make and file these Amendment of Articles of Incorporation, here by declaring and certifying that the facts herein stated all true and do agree to take the number of shares herein set forth and hereunto set our hands and seals this 5th day of July, 2000.

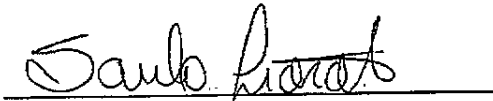


Signature
Paulo Cezar da Silva
President / Treasurer



Signature
Breno R. Gomes
Witness

The resigning officer of this corporation, resigning on this date, is:



Signature
Saulo Fiorotti
288 NE 45th Street
Pompano Beach, FL 33064

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENTS IN DESIGNATING THE REGISTERED OFFICE AND REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is CORAL COLORS, INC.

2. The name and address of the registered agent and office is:

PAULO CEZAR DA SILVA

Registered Agent

8558 BOCA RIO DR.

Address

BOCA RATON, FL 33433

City - State - Zip

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Paulo Cezar da Silva

(Signature)

07 / 06 / 00

(Date)

DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL 32314