

P00000034792

XO INC.
15654 S.W. 16 COURT
PEMBROKE PINES, FL.
33027

(City/State/Zip/Phone #)

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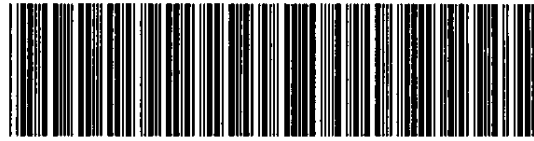
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TALLAHASSEE, FLORIDA

Amend
58

**ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
XO INC.**

Pursuant to the provisions of section 607-1006, Florida statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment (s) adopted:

ARTICLE VIII

The new Board of Directors shall be as follows

NAME	ADDRESS	OFFICE	SHARE
Xiomara M. O'Briant	15654 SW 16 th Ct. P. Pines, Fl 33027	President	500
Michelle Stewart	15654 SW 16 th Ct. P. Pines, Fl 33027	V/President	
Xiomara O'Brian	15654 SW 16 th Ct. P. Pines, Fl 33027	Secretary	

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SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if no contained in the amendment itself, are as follows:

THIRD: the date of each amendment's adoption : **May 2nd, 2007**

FOURTH: Adoption of Amendment(s) (check one)

_____ The amendment (s) was/were adopted by the incorporators or board of Directors Without shareholder action and shareholders action was not required.

-X

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

_____ The amendment (s) was/were approved by shareholders through voting groups. (he following statement must be separately provided for each voting group entitled To vote separately on the amendment (s).

The number of votes cast for amendment (s) was/were sufficient for approval

By _____
(Voting group)

Signed this 1st. day of May, 2007.

By Xiomara M. O'Brient
Xiomara M. O'Brient - President

Sworn to and subscribed before me this 1st. day of May, 2007

J. Lopez
Notary Public



JORGE R. LOPEZ
MY COMMISSION # DD 613888
EXPIRES: December 8, 2010
Bonded Thru Budget Notary Services