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| (Re | questor's Name) | |
|-------------------------|-------------------|-----------|
| (Ad | dress) | |
| (Ad | dress) | |
| (Cit | y/State/Zip/Phone | #) |
| PICK-UP | WAIT | MAIL |
| (Bu | siness Entity Nam | ne) |
| (Do | cument Number) | |
| Certified Copies | Certificates | of Status |
| Special Instructions to | Filing Officer: | |
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STIAN ZO EN 4º UU SEURETARY OF STATE ALLAHASSEE, FLORIDA

Office Use Only

TRANSMITTAL LETTER

FILED W. SEE, FLORIDA W. TO.

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT:

Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the **anishment** incorporation and a check for:

| - | | | |
|------------|--------------------------|--|--|
| Filing Fee | Filing Fee & Certificate | S122.50 Filing Fee & Certified Copy ADDITIONAL CO | Filing Fee, Certified Copy & Certificate OPY REQUIRED |
| | | | |

FROM: Alaska Name (Printed or typed)

103 1. 1010 St. #11

Address

City, State & Zip

713-333-1079

Daytime Telephone number

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

BAY ENGINE IMPORT & EXPORT, INC. Document number: P00000036985

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:

FIRST: Amendments adopted:

ARTICLE V-INITIAL REGISTERED OFFICE AND AGENT

The name and address of the new agent shall be:

RICARDO LA TORRE 3630 S. 51ST ST. TAMPA, FL. 33619-6837.

ARTICLE VI-INITIAL BOARD OF DIRECTORS

The names and addresses of the new Board of Directors are:

President

RICARDO LA TORRE

3630 S. 51ST ST.

TAMPA, FL. 33619-6837

Vice-President AILYN T. LA TORRE

3630 S. 51ST ST.

TAMPA, FL. 33619-6837

Secretary

TERESA LA TORRE

3630 S. 51ST ST.

TAMPA, FL. 33619-6837

Treasurer

TERESA LA TORRE

3630 S. 51ST ST.

TAMPA, FL. 33619-6837

ARTICLE VII- SHAREHOLDER POWER

The stocks shall be assigned as follows:

RICARDO LA TORRE - 700 SHARES

03 HAR 28 PM 4: 00
SECRETARY OF STATE
TAIT AHASSEE, FLORID

AILYN T. LA TORRE - 100 SHARES

TERESA LA TORRE - 200 SHARES

SECOND: If the amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself are as follows: NONE.

THIRD: The date of each amendment's adoption: MARCH 12, 2003.

FOURTH: Adoption of Amendment(s):

The amendments were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval.

Signature / Strands Tol

Signature Cotyn da Torne

AILYN T// LA TORRE

Signature Carra da Varie