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NEW FILINGS	<u>AMENDMENTS</u>	,
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OTHER FILINGS	REGISTRATION/QUA	ALIFICATION
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CR2E031(7/97)

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

NEW look Asphalt & PAUNG INC ...

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: Amendment(s) adopted: (indicate article number(s) being amended added or deleted)

AdiNA Pantin - DIESCLOR

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SECRETARY OF STATE

SECOND: If an 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:

THIRD:	The date of each amendment's adoption: 5 - 8 -0		
	Adoption of Amendment(s) (CHECK ONE)		
0	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 the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):		
	"The number of votes cast for the amendment(s) was/were sufficient for approval by		
	voting group		
	The amendment(s) was/were adopted by the board of directors without shareholder action was not required.		
Ø	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.		
Sign	ned this 3 day of May, 12000.		
Signature	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)		
	of other officer if adopted by		
	OR		
	(By a director if adopted by the directors)		
	OR		
	(By an incorporator if adopted by the incorporators)		
	Typed or printed name		
	INCORPORATOR.		