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(Requestor's Name)

MARTINEZ - MARQUEZ, CPA, PA.

CERTIFIED PUBLIC ACCOUNTANTS

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Suite 105
Miami, Florida 33166

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By Amend

GPROXY, INC.
ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
GPROXY, INC.

FILED
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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 adopted:

AMENDMENT 1

The names, addresses, and offices of the Officers who will serve until the next election or appointment under these Articles of Incorporation are:

Mario H Colla
1942 NE 148 St., #6254
Miami, Fl 33181

President/Treasurer

Gerardo Hernandez
1942 NE 148 St., #6254
Miami, Fl 33181

Vice President/Secretary

AMENDMENT 2

The address of the principal office of this Corporation is:

1942 NE 148 St., #6254
Miami, Fl 33181

AMENDMENT 3

The following shares of common stock have been cancelled:

Clater S.A. (a foreign Corporation)	50,000 shares
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The following shares of common stock have been issued:

Gerardo Hernandez	5,000 shares
MADECOL, S.A. (a foreign Corporation)	45,000 shares

The names of the subscribers of the shares of common stock and the number of shares of stock each agrees to take after this amendment are as follows:

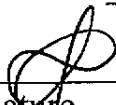
Mario H. Colla	50,000 shares
Gerardo Hernandez	5,000 shares
MADECOL, S.A. (a foreign Corporation)	45,000 shares

SECOND: The date of each amendment's adoption: 9.15.05

THIRD: Adoption of Amendments:

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

Signed this 15 day of SEPTEMBER, 2005.



Signature.

MARIO H. COLLA

Typed or printed name

PRESIDENT.

Title