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BASIC AMENDMENT

PC LATIN ASSEMBLY, INC.

Certificate of Status	0
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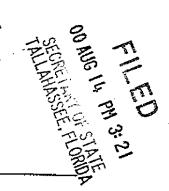
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ARTICLES OF AMENDMENT TOARTICLES OF INCORPORATION

PC LATIN ASSEMBLY, 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:

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

Article III. Capital Stock.

Change: 20 shares instead of 10

Article VIII Board of Directors.

The names and addresses of the Board of Directors is as follows:

Diego A. Staropoli, 2776 N.W. 21st Terr, Miami, Fl 33142 Treasurer

Francisco H. Toledo, 2776 N.W. 21st Terr, Miami, Fl 33142 Vice President

Zocorro Zuniga, 2776 N.W. 21st Terr, Miami, Fl 33142 Secretary

Rafael Guerrero, 2776 N.W. 21st Terr, Miami, Fl 33142 (President)

Article IX. Delete: Nelson Astorga 5 shares (50%)

Add: Diego Staropoli 3 shares (15%)

Francisco H. Toledo 3 shares (15%).

Socorro Zuniga 4 shares (20%)

Change: Rafael Guerrero 10 shares instead of 5 shares

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

THIRD: The date of each amendment's adoption: 08/01/2000

FOURTH: Adoption of Amendment(s) (CHECK ONE)

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翌	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
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
- Si Signature	gned this 9th day of August , #9 2,000. (By the Chairman of Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders) OR (By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	Rafael Guerrero Typed or printed name
	President Titls