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BASIC AMENDMENT

HOFFMAN INTERNATIONAL REALTY, INC.

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
HOFFMAN INTERNATIONAL REALTY

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 VII is hereby amended to read as follows: The names and addresses of the directors of the corporation are as follows: Tomas Hoffman Maria Hoffman and Carlos De Leon, 2100 Ponce de Leon Boulevard, Suite 600, Coral Gables, Florida 33134.

Article VIII is hereby amended to read as follows: The names and addresses of the officers of the corporation are as follows:


Tomas Hoffman	Carlos De Leon	Maria Hoffman
President	Vice President	Vice President
2100 Ponce de Leon Blvd.	2100 Ponce de Leon Blvd.	2100 Ponce de Leon Blvd.
Suite 600	Suite 600	Suite 600
Coral Gables, FL 33134	Coral Gables, FL 33134	Coral Gables, FL 33134

SECOND: The date of the amendment's adoption was October 19th, 2004.

THIRD: Adoption of Amendment:

The amendment was adopted by the board of directors without shareholder action and shareholder action was not required.

Signed this 19th day of October, 2004.


Tomas Hoffman
PRESIDENT

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