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To: Division of Corporations
Fax Number : (850) 205-0380

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

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07 JAN 19 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COR AMND/RESTATE/CORRECT OR O/D RESIGN

PG WATERPROOFING INC.

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ARTICLES OF AMENDMENT

TO

**ARTICLES OF INCORPORATION
OF**

**PG WATERPROOFING INC
(Present name)**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of incorporation:

FIRST: Amendment(s) adopted: indicated article number(s) being amended, added or delete.

ARTICLE V

Amendment's Adopted"

The registered agent name and address will be amended as follows:

Pedro A Godoy
17555 SW 105th Avenue
Miami Florida 33157

ARTICLE VI

The board of directors will be amended as follows:

Pedro A Godoy
17555 SW 105th Avenue
Miami Florida 33157

President/ Vice-President

MARIO A MURILLO GONZALEZ
17555 SW 105TH AVENUE
MIAMI FLORIDA 33157

Treasury

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ARTICLE VII

Shareholders will be amended as follows

**Pedro A Godoy
17555 SW 105th Avenue
Miami Florida 33157**

100%

SECOND: If an amended 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: 01/19/2007

FOURTH: Adoption of amendment(s) (check one)

 X 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 adopted 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 shareholders 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.

Signed this 19th day of January of 2007

Signature



PEDRO A GODOY/President



MARIO A MURILLO/Treasury


(By the chairman or Vice Chairman of the board of Directors, President or other officer if adopted by the shareholders)

OR

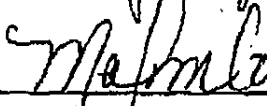
(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)



PEDRO A GODOY/ President



MARIO A MURILLO/Treasury

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provision of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, Submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. - The name of the Corporation is:

PG WATER WATERPROOFING, INC

2. The name and address of the registered agent and office is:

Pedro A Godoy
**Pedro A Godoy
17555 SW 105th Avenue
Miami Florida 33157**

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