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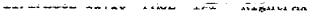
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## **BASIC AMENDMENT**

### BAIRES GROUP ENTERPRISES INC.

Certificate of Status	O
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# FLORIDA DEPARTMENT OF STATE Jim Smith Secretary of State

November 1, 2002

BAIRES GROUP ENTERPRISES INC. 10295 COLLINS AVE APT 3 1511 BAL HARBOUR, FL 33154

SUBJECT: BAIRES GROUP ENTERPRISES INC.

REF: P00000094938

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please accept our spology for failing to mention this in our previous letter.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited limitity company"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6906.

Darlene Connell Document Specialist FAX Aud. #: B02000220289 Letter Number: 302A00060025

Division of Corporations - P.O. BOX 6327 -Tallahasses, Florida 32314

#### Department of State 10/31/2002 3:42 PAGE 1/1 RightFAX



# FLORIDA DEPARTMENT OF STATE Jim Smith Sccretary of State

October 31, 2002

BAIRES GROUP ENTERPRISES INC. 10295 COLLINS AVE APT 3 1511 BAL HARBOUR, FL 33154

SUBJECT: BAIRES GROUP ENTERPRISES INC.

REF: P00000094938

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

PLEASE RETAIN THE OFFICER/DIRECTOR RESIGNATION. IT IS A SEPARATE DOCUMENT AND REQUIRES A SEPARATE FILING FEE AND COVER LETTER. THIS RESIGNATIONIS NOT NECESSARY SINCE THE NAME OF ULISES G. LEBAIN WILL BE REMOVED UPON FILING OF THE AMENDMENT.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6890.

Karen Gibson Document Specialist FAX Aud. #: H02000220289 Letter Number: 102A00059936

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314



HD20002-002-89
ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

OF BAIRES GROUP ENTERPRISES INC.

Document No.: P00000094938

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:

#### ARTICLE V RESTRICTIONS ON THE TRANSFER OF STOCKS

Shares of capital stocks of this corporation are issued to the following persons in the amount set opposite their name:

Leonardo Exequiel Ledain Ulises German Ledain Marcelo Fabian Morana

60 shares

30 shares 10 shares

The price and terms at which, and the time within which, such shares may

be offered and sold shall be further specified by written agreement among all the shareholders of this corporation.

ARTICLE VI

#### **BOARD OF DIRECTORS**

This corporation shall have not less than one nor more than six directors, as set forth in the By-Laws. The names and street addresses of the board of directors of this corporation which, subject to these Articles of Incorporation, By-Laws of this corporation, and the laws of the State of Florida, shall hold office until its successors have been elected and qualified, are:

NAME: Leonardo Exeguiel Ledain

TITLE: President

NAME: Marcelo Fabian Morana

TITLE; Vice-President/Secretary/Treasurer

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#### ARTICLE XV REGISTERED AGENT AND REGISTERED OFFICE

The Registered Agent for this corporation shall be Marceto Fabian Morana and the Registered Office shall be located at 10295 Collins Avenue, Suite 1511, Bal Harbour, Florida 33154, or at such other place as the Board of Directors shall from time to time direct, with appropriate notice being sent to the Secretary of State in accordance with the law.

The aforementioned location does not constitute the principal office.

SECOND: The date of each amendment's adoption is October 30, 2002.

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

Signed this 30 day of October, 2002.

Signature:

LEONARDO-E LEDAIN, President

HO2000 220289

# CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTÉRED OFFICE

#### BAIRES GROUP ENTERPRISES INC.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF AMENDMENT, I HEREBY ACCEPT THE APPOINTMENT AS REGISTED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

MARCELO FABIAN MORANA, Registered Agent

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