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Florida Department of State

Division of Corporations

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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

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BASIC AMENDMENT

TOOL DEPOT, INC.

Certificate of Status	0
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Page Count	03
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AMEND
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③

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
TOOL DEPOT, INC.

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

FIRST: Amendment adopted: Exchange

Article VIII

Article VIII SUBSCRIBERS

NAME	ADDRESS	SHARES
Constructora Americas S.A.	Carrera 28 # 15A-31 Las Americas-Palmira Colombia	51%
Luis Guillermo Castillo	300 Gardens Dr # 204 Pompano Beach, FL 33069	25%
Juan C. Castillo	300 Gardens Dr # 204 Pompano Beach, FL 33069	24%

PREPARED BY:
ERNESTO HUERTAS, ACCOUNTANT
E & V GREAT PROFESSIONAL, INC
6216 S.W. 8 ST
MIAMI, FL 33144
TEL: (305) 265-1566

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SECOND: The date of each amendment's adoption February 28, 2002

THIRD: Adoption of Amendment

- (X) The amendment was/were approved by the shareholders. The number of votes cast for the amendment was/were sufficient for approval.
- () The amendment 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:
"The number of votes cast for the amendment was/were sufficient for approval by .
- () The amendment was/ were adopted by the board of directors without shareholder action and shareholder action was not required.
- () The amendment was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 28 day of February, 2002.

Signature

Luis Guillermo Castillo
President

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