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BASIC AMENDMENT

R.D.M. INVESTMENT HOLDINGS, CORP.

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ARTICLES OF AMENDMENT TO ARTICLE OF INCORPORATION OF R.DM. INVESTMENT HOLDINGS, CORP.

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

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

ARTICLE XII & XIV: AMENDING OFFICERS AND OWNERSHIP OF SHARES

JULIO REYES (P) 25%
DAVID REYES (VP-1) 20%
ROGER PATERMINA (VP-2) 15%
COSIMO DE PIETTO (VP-3) 10%
EDMUND SORIERO (VP-4) 10%
PELLEGRINO DE PIETTO (T) 10%
VINCENT SORIERO (S) 10%



SECOND: If an amendment provides for exchange, or reclassification or cancellation of issued shares, provisions for implementation the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 01-05-01

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

٥	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
0	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
M	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
۵	The amendment(s) was/were adopted by the incorporators without ahareholder action and ahareholder action was not required.
Si	gned this 5 day of January . 14 2001
Signature _	Julia Royes
	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adapted by the aboveholders)
	OR
	(By a director if adopted by the directors).
	OR
	(By an incorporator if adopted by the incorporators)
	JULIO REYES Typed or printed name
	PRESIDENT/DIRECTOR
	7.3