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BASIC AMENDMENT

R.D.M. INVESTMENT HOLDINGS, CORP.

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ARTICLES OF AMENDMENT TO THE ARTICLES

OF INCORPORATION OF

R.D.M. INVESTMENT HOLDINGS, CORP.

Pursuant to the provisions of section 607.1006 of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to the Articles of Incorporation.

Item I.

Change Article X to read as follows:
The officer(s) of the corporation are:
PRESIDENT - ALVARO REYES TREASURER - MARIA TERESA REYES VICE-PRESIDENT - FRANKLIN HOET VICE-PRESIDENT - LEONARDO BRITO
VICE-PRESIDENT - ESTEBAN REYES --

Item II. Change article IX to read as follows:

The following persons shall constitute the Board of Directors:

ALVARO REYES
MARIA TERESA REYES
FRANKLIN HOET
LEONARDO BRITO
ESTEBAN REYES

SECRETARY OF STATE DIVISION OF CORPORATIONS

Fernandez, Petr & Associates, Inc. 12944 SW 24 Street Miramar, FL 33027 (305) 651-4649

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All other provisions of the Articles of Incorporation are hereby ratified and reaffirmed.

The addition (s) are/were adopted effective on the 7th day of April 2004, and approved by the shareholders in accordance with section 607.1006. DATED April 07, 2004.

ACKNOWLEDGEMENT

ALVARO REYES, PRESIDENT 6549 SPRING BOTTOM WAY BOCA RATON, FL 33433

Peter Z. Petr, Attorney-in-Fact ALVARO REYES, PRESIDENT

Dated: April 7, 2004

Fernandez, Petr & Associates, Inc. 12944 SW 24 Street Miramar, FL 33027 305-651-4649