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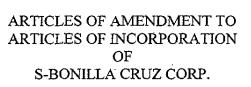
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SECRETYEY OF STATE





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

Article V shall be amended to read that Directors are Secretary-VICTOR RUIZ, Vice-President-RICHARD RUIZ and President-OSCAR SUAREZ.

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issued shares, provisions for implementing the amendment if not contained in the amendment itself are as follows:
None
THIRD: The date of each amendment's adoption:
April 7, 2003
FOURTH: Adoption of Amendment(s) (check one)
XX The amendment(s) was/were approved by the shareholders. The number of votes casted for the amendment(s) was/were sufficient for approval.
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
Voting group
The amendment(s) was/were adopted by the board of directors without shareholder 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 day of April, 2003.

Signature (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)

OSCAR SUAREZ	
Typed or printed name	
President	
Title	

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 to 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: S-BONILLA CRUZ CORP.
- 2. The name and address of the registered agent and office is:

OSCAR SUAREZ 5817 Johnson Street Hollywood, FL 33021

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered 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 an accept the obligations of my position as registered agent.

Signature-OSCAR & UAREZ

Date