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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 922-4000
From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

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DIVISION OF CORPORATIONS

BASIC AMENDMENT

PRIBER, INC.

Certificate of Status	0
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Page Count	04
Estimated Charge	\$35.00

AMEND
PRG
3/30

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PRIBER, INC.

PURSUANT TO THE PROVISIONS OF SECTION 507.1006, FLORIDA STATUTES THIS CORPORATION ADOPTS THE FOLLOWING ARTICLES OF AMENDMENT TO ITS ARTICLES OF INCORPORATION.

FIRST: AMENDMENT (S) ADOPTED:

ARTICLE VII

THIS CORPORATION SHALL HAVE ONE DIRECTOR. THE NUMBER OF DIRECTORS MAY BE INCREASED, OR DIMINISHED, FROM TIME TO TIME, BY BY-LAWS ADOPTED BY THE STOCKHOLDERS.

DAVIDSON PRIETO
2700 W ATLANTIC BLVD STE 200-8
MIAMI, FLORIDA 33069

ARTICLE VIII

THE NAME AND TITLE OF THE MEMBERS OF THE BOARD OF DIRECTORS AND THE STATE OF CORPORATE OFFICERS IS AS FOLLOWS:

NAME
DAVIDSON PRIETO
DAVIDSON PRIETO

TITLE
PRESIDENT
SECRETARY

SECOND: THE DATE OF EACH AMENDMENT'S ADOPTION IS MARCH 27, 2001.

DOCUMENT PREPARED BY: CORDERO C.P.A.
8025 N. W. 36 STREET STE 302
MIAMI, FL 33175

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THIRD: ADOPTION OF AMENDMENTS

(X) THE AMENDMENT(S) WAS/WERE ADOPTED BY THE BOARD OF DIRECTORS WITHOUT SHAREHOLDER ACTION AND SHAREHOLDER ACTION WAS NOT REQUIRED.

SIGNED THIS 27 DAY OF MARCH, 2001.

SIGNATURE


(by a director if adopted by the directors)

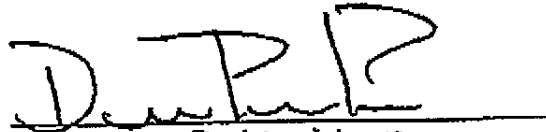
DAVIDSON PRIETO
Typed or printed name

PRESIDENT - DIRECTOR
Title

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE**

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 INCORPORATION. I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN HIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



Registered Agent
Davison Prieto

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