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From:

Account Name : ACE INDUSTRIES, INC.

Account Number : 070744001530 Phone ... -: (305)358-2571

Fax Number : (305)358-7832

BASIC AMENDMENT

GRAJALES AND SONS CORPORATION

Certificate of Status	0
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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

GRAJALES AND SONS CORPORATION

(Present Name of Corporation)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendments to it's articles of incorporation:

FIRST: Amendment(s) adopted: Indicate article number(s) being amended, added or deleted.

VI. CHANGE ADDRESS OF PRINCIPAL OFFICE TO: 2202 JOG ROAD, GREENACRES, FLORIDA 33415

VIII. DELETE MIDDLE NAME AND CHANGE ADDRESS OF DIRECTOR TO: ALBERTO GRAJALES, 2202 JOG

ROAD, GREENACRES, FLORIDA 33415

VIII. DELETE DIRECTOR: MONICA M. TORRES IX. DELETE SUBSCRIBER OF ARTICLES OF INCORPORATION: MONICA M. TORRES

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

THIRD: The date of each amendment's adoption: 05/15/01

FOURTH: Adoption of Amendment(s) (CHECK ONE)

	The amendment(s) was/were approved by the shareholders. The number of votes cast 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 board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporator without shareholder action and shareholder action was not required.

SIGNED THIS FIFTEENTH DAY OF MAY . 2001. SIGNATURE:

B

(By the Chairman or Vice Chairman of the Board of Directors, President, Incorporator, Director, Registered Agent or other officer if adopted by the shareholders.)

TYPED OR PRINTED NAME: ALBERTO GRAJALES TITLE: INCORPORATOR

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Prepared by Ace Industries, 54 NW 11th ST., MIAMI, FI 33136 (305) 358-2571.