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Division of Corporations

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Account Name

: EMPIRE CORPORATE KIT COMPANY

Account Number : 072450003255 Phone

(305) 634~3694

Fax Number

: (305)633-9696

BASIC AMENDMENT

WALLSART, INC.

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ARTICLES OF AMENDMENT



TO

ARTICLES OF INCORPORATION

OF

WALLSART, INC.

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

FIRST: Amendment adopted: Exchange

Article VII
Article VIII

Article VI LOCATION

1800 Wakeena Dr. Miami, FL 33133

Article VII BOARD OF DIRECTORS

NAME ADDRESS

Juanita Perdomo 1800 Wakeena Dr President Miami, FL 33133 Priscilla A. Colon –1800 Wakeena Dr

Vice President Miami, FL 33133

Article VIII SUBSCRIBERS

NAME ADDRESS SHARES
Juanita Perdomo 1800 Wakeena Dr 60%

Miami, FL 33133

Priscilla A. Colon 1800 Wakeena Dr 40%

Miami, FL 33133

PREPARED BY: ERNESTO HUERTAS, ACCOUNTANT E & V GREAT PROFESSIONAL, INC 6216 S.W. 8 ST MIAMI, FL 33144 TEL: (305) 265-1566

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SECOND:

The date of each amendment's adoption November 08, 2002

THIRD:

Adoption of Amendment

- (X) The amendment was/were approved by the shareholders. The number of votes cast for the amendment was/were sufficient for approval.
- () The amendment 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:

 "The number of votes cast for the amendment was/were sufficient for approval by.
- () The amendment was/ were adopted by the board of directors without shareholder action and shareholder action was not required.
- () The amendment was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 08 day of November, 2002.

Signature Nanita Perdomo

President

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