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Florida Department of State
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To: Division of Corporations
Fax Number : (850)205-0380

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

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BASIC AMENDMENT

GIOMAR INVERSIONES, INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$35.00

12/31/01
Amendment
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**ARTICLES OF AMENDMENT
TO
ARTICLE OF INCORPORATION
OF**

GIOMAR INVERSIONES, INC.

(PRESENT NAME)

Pursuant to the provisions of section 607.1006, Florida States, this 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 VII

**Add: Marcela Calderon Vice-president
 2333 Brickell Avenue
 Mezzanine Suite
 Miami, Florida 333129**

**Add: Giorgio Lorenzini Treasurer/Secretary
 2333 Brickell Avenue
 Mezzanine Suite
 Miami, Florida 33129**

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 : December 28, 2001

**Ydelsy Q. Forte, P. A.
2333 Brickell Avenue
Mezzanine Suite
Miami, Florida 33129
FLORIDA BAR # 300993**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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X The amendment(s) was/were approved by the shareholders. The number of votes 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 28 of DECEMBER 2001

Signature Olga Margarita Calderon
(By the President)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Olga Margarita Calderon

Type or printed name

PRESIDENT

Title

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