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BASIC AMENDMENT

DL CAPITAL GROUP, INC.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 26, 2001

DL CAPITAL GROUP, INC. 80 SW 8TH STREET SUITE 200 MIAMI, FL 33130

SUBJECT: DL CAPITAL GROUP, INC.

REF: P01000025942

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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The date of adoption of each amendment must be included in the document.

The name and title of the person signing the document must be noted beneath or opposite the signature.

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Darlene Connell Corporate Specialist FAX Aud. #: H01000102484 Letter Number: 801A00053497 (((H01000102484 2)))

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF DL CAPITAL GROUP, INC.

PURSUANT TO SECTION 607.1006, FLORIDA STATUTES, THIS FLORIDA PROFIT CORPORATION ADOPTS THE FOLLOWING ARTICLES OF AMENDMENT TO ITS ARTICLES OF INCORPORATION.

FIRST: Amendments adopted:

THAT JESUS PEREZ AND RAUL GORRIN WILL BE APPOINTED PRESIDENT.
AND SECRETARY, RESPECTIVELY, OF THE CORPORATION

THAT JESUS PEREZ, RAUL GORRIN, ROGER TORRES AND DONALD S. RAMIREZ WILL BE APPOINTED DIRECTORS OF THE CORPORATION

SECOND: The foregoing amendments to the Articles of Incorporation of DL CAPITAL GROUP, INC., were adopted as of September 25, 2001.

THIRD: The amendments were approved by the shareholders of the corporation. The number of votes cast for the amendments was sufficient for approval.

Signed this 26th day of September, 2001

Jesus Perez, President/Director of DL Capital Group, Inc.

Approved by:

LATIN HOLDINGS, LLC.,

Name and Titler Yesus Perez, President

Shareholder

DORAVILLE MANAGEMENT CORPORATION.

Name and Title:/Raul Gorrin, President

Shareholder

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