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Florida Department of State

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Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number: 072450003255 Phone: (305)634-3694

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SAE INTERNATIONAL, INC.

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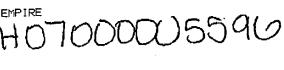
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11:41 JAN-08-2007







ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

SAE INTERNATIONAL, 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 X

Article X **SUBSCRIBERS**

> NAME ADDRESS SHARES Aaron Enrique Socorro 844 SW 134th PL 60% Miami, FL 33184

Aaron Jose Socorro 844 SW 134th PL 40% Miami, FL 33184

PREPARED BY: ERNESTO HUERTAS, ACCOUNTANT E & V GREAT PROFESSIONAL, INC 3446 S.W. 8 ST Ste 203 MIAMI, FL 33135 TEL: (305) 265-1566

THIRD: The

The date of each amendment's adoption January 5, 2007

FOURTH:

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 east 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.

Azron Enrique Socorro
President

() The amendment was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 5th day of January 2007.

Signatupe

107000000000