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BASIC AMENDMENT
MERCO-SOUTH CORP.

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Amendment

0.9/22/05 9/21/2005

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Articles of Amendment
to the
Articles of Incorporation
Of
Merco-South Corp.

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendments (s) to its Articles of Incorporation:

ARTICLE VI
Directors and Officers

The officers of the corporation will be changed from:

Hernan D. Guerrero
President / Secretary / Director
18839 Biscayne Blvd.
Aventura, FL 33180

To

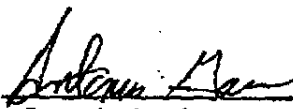
Hernan D. Guerrero
President / Secretary / Director
18839 Biscayne Blvd.
Aventura, FL 33180

And

Mauricio Vives Carrillo
Treasurer
18839 Biscayne Blvd.
Aventura, FL 33180

The amendment was adopted by the Incorporator without shareholder action and shareholder action was not required.

Signed this 21st day of September, 2005.


Antonio Garcia
Incorporator

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