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Florida Department of State
Division of Corporations
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Account Name : WILLIAM J. STRANGE
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DIVISION OF CORPORATIONS

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BASIC AMENDMENT

EL FARAON DORADO, INC.

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Amendment

08/31/04

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
EL FARAON DORADO, INC.**

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

FIRST : Amendment(s) adopted:

**ARTICLE VIII
DIRECTOR(S)/OFFICERS**

DELETE:

OFFICERS' TITLE	NAME	ADDRESS
PRESIDENT	MARTIN USCAMAYTA	2901 S.W. 8 TH ST. STE 104 MIAMI, FL 33135

WILLIAM J. STRANGE
1325 S.W. 87TH AVENUE - MIAMI, FLORIDA 33174
PHONE # 305-267-2767
FAX # 305-267-2775

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TALLAHASSEE, FLORIDA

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ADD:

<i>OFFICERS' TITLE</i>	<i>NAME</i>	<i>ADDRESS</i>
<i>PRESIDENT</i>	ROSARIO SEREI	8673 S.W. 154 TH CIRCLE PL MIAMI, FL 33193

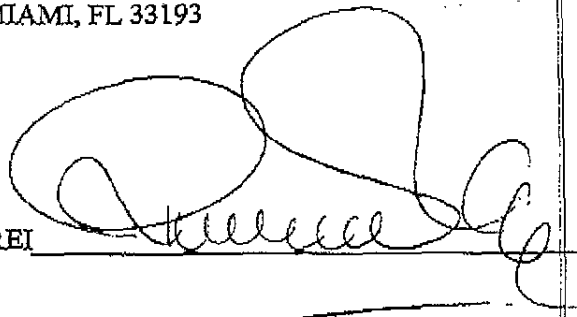
ADD:

ARTICLE XII

The name and post office addresses of each of the subscribers to this certificate of incorporation and the number of shares of stocks which each subscriber agrees to take, are as follows:

<i>NAME</i>	<i>ADDRESS</i>	<i>NO. OF SHARES</i>
ROSARIO SEREI	8673 S.W. 154 TH CIRCLE PL MIAMI, FL 33193	100

SUBSCRIBER: ROSARIO SEREI



WILLIAM J. STRANGE
1325 S.W. 87TH AVENUE - MIAMI, FLORIDA 33174
PHONE # 305-267-2767
FAX # 305-267-2775

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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: 08/17/04

FOURTH: Adoption of Amendments(s)

- ✓ The amendment(s) was/were approved by the shareholders. The number of votes cast 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 approved by _____ "

The amendment(s) was/were adopted by the board of directors without shareholders action and shareholders action was not required.

The amendment(s) was/were adopted by the incorporators without shareholders action and shareholders action was required.

Signed this day 17 of August, 2004.

Signature Martin Uscamayta (MARTIN USCAMAYTA)

Title President

WILLIAM J. STRANGE
1325 S.W. 87TH AVENUE - MIAMI, FLORIDA 33174
PHONE # 305-267-2767
FAX # 305-267-2775

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