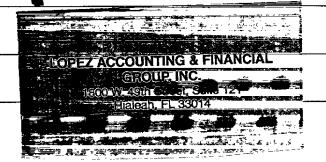
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CR2E031(7/97)

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

18 BROTHERS, INC.

(Present Name)

Pursuant to the provisions of section 607.1006, Florida the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted:

ARTICLE V NEW BOARD OF DIRECTORS

The new Board of Directors shall be as follows:

NAME

ADDRESSES

OFFICE

SHARES

CARMANIA GUZMAN

1330 NE 161 ST. N. M. BEACH FL. 33162 PRESIDENT

500

SECOND: If an amendment provides for an exchange, reclasification or cancellation of issued shares, provisions for implementing the amendment if no contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 04-11-2002

FOURTH: Adoption of Amendment(s) (check one)

The amendment(s) was/were adopted by the incorporators or Board of Directors without shareholder action and shareholders action was not required.

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 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)

Signed this 16 days of May 2002

18 BROTHERS INC.

(Corporation Name)

CARMANIA GUZMAN

PRESIDENT

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02 MAY 20 PM 3: 0:
ECRETARY OF STATE