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(((H03000022514 1)))

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To :

Division of Corporations

Fax Number : (850)205-0380

From:

Account Name : GENESIS ACCOUNTING SERVICES, CORP.

Account Number : I20000000018

Phone : (954) 420-0051

Fax Number : (954) 420-0331

BASIC AMENDMENT

THE FLASH TILE, CORP.

| Certificate of Status | 1 |
|-----------------------|---------|
| Certified Copy | 0 |
| Page Count | 05 |
| Estimated Charge | \$43.75 |

1/16/2003

Audit Number (((H03000022514 1)))

FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS P.O. BOX 6327 TALLAHASSEE, FL 32314

RE: AMENDMENT OF ARTICLES

Corporation: THE FLASH TILE, CORP.

Document Number: P01000052975

To whom it may concern,

We are sending the Amendment of the Articles of our Incorporation. We would like to ask you for a Certificate of Status, after the Amendments are registered.

Please send us also a Certificate of Status; stating this amendment has been processed.

If there is any other necessary information concerning this matter, please feel free to contact me. Thank you

Sincerely,

President/Director

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Audit Number (((H03000022514 1)))

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

THE FLASH TILE, CORP.

(Present name)

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

Document # P01000052975 Filed on: 05/29/2001

First: Article(s) changed: AMENDED.

ARTICLE VI - SUBSCRIBERS

ARTICLE XVI - BOARD OF DIRECTORS OF INCORPORATION

Second: The date of Adoption of the Amendments.

Third: Adoption of Amendments.

Director

Audit Number (((H03000022514 1)))

First: Articles Amended

ARTICLE VI SUBSCRIBERS

The NEW name and street addresses and the number of shares of stock, subscribe to by each person signing these Articles of Incorporation are:

| NAME | ADDRESS | SHARES |
|--|--|--------|
| EDNO MEY President / Secretary Director | 6050 Amberwood Dr. Boca Raton, FL 33433 | 50% |
| IGOR MANOLO MEY Vice- President / Treasurer Director | 6050 Amberwood Dr. Boca Raton, FL 33433 | 50% |

ARTICLE XVI - BOARD OF DIRECTORS OF INCORPORATION

This corporation shall have TWO (2) directors. The number of Directors may be increased or diminished from time to time in accordance with by-laws adopted by the stockholders. The name and address or the Board of Directors of this corporation is:

| NAME | ADDRESS |
|------|---------|
| | |

| EDNO MEY Fresident / Secretary Director | 6050 Amberwood Dr. Boca Raton, FL 33433 | |
|--|--|--|
| IGOR MANOLO MEX Vice- President / Treasurer | 6050 Amberwood Dr. Boca Raton, FL 33433 | |

Second: The date of adoption of the amendments. The date of adoption of the amendments is:

January 15, 2003

Audit Number (((H03000022514 1)))

Third: Adoption of Amendment.

The Amendments were adopted by the Directors without shareholder action and shareholder action was not required.

IN WITNESS WHEREOF, the undersigned being the original subscribers to the capital stock here for the purpose of forming a corporation to do business in the State of Florida, under the laws of the State of Florida, do make and file these Amendment of Articles of Incorporation, here by declaring and certifying that the facts herein stated all true and do agree to take the number of shares herein set forth and hereunto set our hands and seals this 15th day of January of 2003.

EDNO MEY

President / Secretary Director IGOR MANOLO MEY Vice- President / Treasurer Director