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BASIC AMENDMENT

RED SERVICES, INC.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

June 23, 2004

RED SERVICES, INC. 10504 SW 77 CT. MIAMI, FL 33156

SUBJECT: RED SERVICES, INC.

REF: P01000057520

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ARTICLES OF AMENDMENT TO ARTICLES OF CORPORATION RED SERVICES, INC. **DOCUMENT NO. P01000057520**

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:

FIRST: ARTICLE VI- DIRECTORS

Add: Fernando Daniel Grau/VP/D 1676 James Ave Apt.208 Miami Beach, FL 33139

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:

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THIRD:	The date of each amendment's adoption June 17, 2004.
FOURTE	A: Adoption of Amendment.
	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 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
_x	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment (s) was/were adopted by the incorporators without shareholder action and shareholder action was not required
Signed thi	is 17 day of, June 2004 by directors.
Ferrigodo I	Daniel Gray/VP/DIRECTOR