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(((H02000191800 Q)))

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To:

Division of Corporations

Fax Number

2 (850) 205-0380

From:

Account Name

: GENESIS ACCOUNTING SERVICES, CORP.

Account Number : I20000000018

Phone

: (954)420~0051

Fax Number

: (954) 420-0331

BASIC AMENDMENT

I.R. RACING, CORP.

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4.,

Certificate of Status	1
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9/5/2002

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

RE: AMENDMENT OF ARTICLES

Corporation:

I.R. RACING, CORP.

Document Number:

P01000064632

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.

We are including the Fees at the amount of US\$ 43.75. Please send us also a Certificate of Status; stating this amondment has been processed.

70Z V

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

Sincerely,

PAULO A. PINTO President



FLORIDA DEPARTMENT OF STATE Jim Smith Secretary of State

September 5, 2002

I.R. RACING, CORP. 918 SPRINGS CIRCLE #104 DEERFIELD BEACH, FL 33441

SUBJECT: I.R. RACING, CORP. REF: P01000064632

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The current name of the entity is as referenced above. Please correct your document accordingly.

PLEASE ADD THE PERIOD AFTER "CORP".

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6880.

Karen Gibson Document Specialist

FAX Aud. #: H02000191800 Letter Number: 002A00051293

Audit # (((豆02000191800 0)))

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

I.R. RACING, 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 # P01000064632

Florida - AUGUST 12, 2002.

First: Article(s) changed: AMENDED.

<u> ARTICLE VI – SUBSCRIBERS</u>

<u>ARTICLE XIII – REGISTERED AGENT</u>

ARTICLE XVI - BOARD OF DIRECTORS OF INCORPORATION

Second: The date of Adoption of the Amendments.

Third: Adoption of Amendments.

Audit #(((H02000191800 0)))

ARTICLE VI SUBSCRIBERS

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

NAME	ADDRESS	SHARES
PAULO A. PINTO President/Secretary/Director	221 NW 43 PLACE POMPANO BEACH, FL 33064	50%
ROGERIO S. BORGES Vice-President/Treasurer/Director	5301 NW 15 th Street D#6 Margate, FL 33063	50%

ARTICLE XII - REGISTERED OFFICE/AGENT & INCORPORATOR

The street address of the registered office of this corporation is 5301 NW 15TH STREET D#14 - MARGATE FL 33063, and the name of the registered agent of this corporation at that address now is PAULO A. PINTO.



ARTICLE XVI - BOARD OF DIRECTORS OF INCORPORATION

This corporation shall be having 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 NOW is:



PAULO A. PINTO 221 NW 43 PLACE

President/Secretary/Director POMPANO BEACH, FL 33064

ROGERIO S. BORGES 5301 NW 15th Street D#6 Vice-President/Treasurer/Director Margate, FL 33063

Second: The date of adoption of the amendments

The date of adoption of the amendments is: August 12, 2002.

Audit #(((H02000191800 0)))

Third: Adoption of Amendment.

The directors without shareholder action adopted the Amendments 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 12th day of August of 2002.

PAULO A. PINTO

President/Secretary /Director

ROGERTO S BORGES

Vice-President/Treasurer/Director

RENATO S. INACIO

Resigned officer

TERAEL LIMA SANTOS Resigned officer

Audit #(((H02000191800 0)))

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENTS IN DESIGNATING THE REGISTERED OFFICE AND REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

I.R. RACING, CORP.

2. The name and address of the registered agent and office is:

President

5301 NW 15th Street D#14

Margate, FL 33063

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

(Signature)

__08/12/2002_ (Date)

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