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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

TURTLE CAbinots Cont. Fig. 3

POI 0000 75/03
(Document Number of Corporation (If known)

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: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE VII

DeLeted: Troconis, Fre derico PD

Calle futa Del oeste faccela 51

Valencia, Vanezuela

Added Gonzalez, Eduardo PD

13018 SW 143 Terr

MIAMI, FL. 33186

Added Troconis, Georgina S

13018 SW 143 Terr

MIAMI, FL. 33186

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: T | The date of each amendment's adoption: 6 11 03. | |
|--|--|--|
| FOURTH: Adoption of Amendment(s) (CHECK ONE) | | |
| 飌 | 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 approval by(voting group) | | |
| | 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. | |
| Signature | Signed this 11 day of June, 2003. | |
| (By the Chairman of the Board of Directors, President or other officer if adopted by the shareholders) | | |
| OR | | |
| (By a director if adopted by the directors) | | |
| OR | | |
| (By an incorporator if adopted by the incorporators) | | |
| | Fiederico Troconis (Typed or printed name) | |
| | PRosidant | |