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Amend

03/29/05--01047--019 **35.00

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TALLAHASSEE, FLORIDA

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LAZARUS CORPORATE FILING SERVICE

3320 S.W. 87 AVENUE

MIAMI, FLORIDA (305)552-5973

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. BROTHER INVESTMENTS USA, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

FILED
05 MAR 29 PM 4:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BROTHER'S . INVESTMENTS USA, INC.

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 V II- DIRECTOR (S)

Should read as follows:

	<u>NAME:</u>	<u>ADDRESS</u>	
PRESIDENT	HUMBERTO DELGADO	7741 NW 160 TERR	100 %
VICE-PRESIDENT		MIAMI LAKES, FL 33014	
TREASURER			
SECRETARY			

ARTICLE - NEW REGISTERED AGENT

Name & Address of New Registered Agent should appear as follows:

HUMBERTO DELGADO
7741 NW 160 TERR
MIAMI LAKES, FL 33014

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, areas follows.

THIRD: The date of each amendment's adoption: MARCH 25, 2005.

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

X 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 each amendment(s):

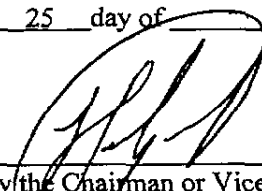
"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
(voting group)

 The amendment(s) was/were adopted by the board of directors without shareholder action and the shareholder action was not required.

 The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 25 day of MARCH , 2005.

Signature


(By the Chairman or Vice Chairman of the directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the director)

OR

(By an incorporator if adopted by the incorporator)

HUMBERTO DELGADO
Typed or Printed Name

PRESIDENT
Title

Having been named as registered agent and to accept service of process for the stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity.



Registered Agent Signature
HUMBERTO DELGADO

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