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BASIC AMENDMENT

REAL CLOSETS, INC.

Certificate of Status	1
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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF REAL CLOSETS, INC.

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PURSUANT TO SECTION 607.1006, FLORIDA STATUTES, THIS FLORIDA FOR PROFIT CORPORATION ADOPTS THE FOLLOWING ARTICLES OF AMENDMENT TO ITS ARTICLES OF INCORPORATION.

FIRST: Amendments adopted: <u>Article VI</u> of the original Articles of Incorporation is deleted in its entirety and replaced with the following text:

ARTICLE VI ADDRESS

The mailing address of the principal office of this corporation in the State of Florida is 1508 BAY ROAD #1101, MIAMI BEACH, FL 33139. The Board of Directors may from time to time move the principal office to another address in Florida.

SECOND: Amendments adopted: $\underline{\text{Article VII}}$ of the original Articles of Incorporation is deleted in its entirety and replaced with the following text:

ARTICLE VII DIRECTORS

This corporation shall have not less than one director, however, the number of directors may be increased or diminished from time to time by By-laws adopted by the Stockholders, but shall never be less than one. The name and address of the director which shall serve until his replacements assume his position is:

Name Address

FELIPE A. VISSER 1508 Bay Road #1101

Miami Beach, FL 33139

IRENE VISSER 1508 Bay Road #1101

Miami Beach, FL 33139

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THIRD: Amendments adopted: <u>Article VIII</u> of the original Articles of Incorporation is deleted in its entirety and replaced with the following text:

ARTICLE VIII OFFICERS

The names, offices and addresses of the officers which shall serve until their replacements assume their positions are:

Office	<u>Name</u>	<u>Address</u>
President & Vice President	FELIPE A. VISSER	1508 Bay Road #1101 Miami Beach, FL 33139
Secretary & Treasurer	IRENE VISSER	1508 Bay Road #1101 Miami Beach, FL 33139

FORTH: Amendments adopted: <u>Article XI</u> of the original Articles of Incorporation is deleted in its entirety and replaced with the following text:

ARTICLE XI REGISTERED OFFICE AND REGISTERED AGENT

REAL CLOSETS, INC, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the County of Miami-Dade, State of Florida, hereby designates FELIPE ALBERTO VISSER, as its Registered Agent, to accept services within the State. The registered office of the corporation shall be 1508 BAY ROAD #1101, MIAMI BEACH, FL 33139.

FIFTH: The foregoing amendment to the Articles of Incorporation of REAL CLOSETS, INC., was adopted as of April 29, 2002.

THIRD: The amendment was approved by the directors, officers and shareholders of the corporation. The number of votes cast for the amendments was sufficient for approval.

Signed as of this 2nd day of May, 2002

ENRIQUE PALACIOS
President/Director

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FELIPE VISSER

Vice President/Director

SILVIA POSADA DE PALACIOS

SILVIA POSADA DE PALACI

Shareholder

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.

FELIPE VISSER

Executed as of this 06 day of May, 2002