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BASIC AMENDMENT

LLANOS Y ASOCIADOS MIAMI CORP.

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FLORIDA DEPARTMENT OF STATE

Katherine Harris Secretary of State

November 7, 2001

LLANOS Y ASOCIADOS MIAMI CORP. 5838 COLLINS AVE #15G MIAMI BEACH, FL 33140

SUBJECT: LLANOS Y ASOCIADOS MIAMI CORP.

REF: P01000093103

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Darlene Connell Corporate Specialist FAX Aud. #: H01000112883 Letter Number: 401A00060577

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION

LLANOS Y ASOCIADOS MIAMI CORP.

Pursuant to the Provisions of selection 607.1006, Florida Statutes, the undersigned corporation adopts the following Articles of Incorporation:

FIRST:

Amendment adopted:

1-The new Board of Directors:

President: NEI DE FATIMA FONTANA Vice-President: JOSE LLANOS VAZQUEZ MIREN IDOIA OLAIZOLA BARAJUEN

If an Amendment provides for an echanged, recassification or cancellation of issued shares, provisions for implementing the Amendment if not contained in the Amendment itself, are as follow:

The date of each Amendment's adoption: 10/31/01

| Adoptio | n of a | amend | lments: |
|---------|--------|-------|---------|
|---------|--------|-------|---------|

The Amendment(s) was/were adopted by the Incorporators or Board of Directors without shareholder action and shareholder action was not required.

X_ The Amendment(s) was/were approved by the shareholders. The number of votes cast for the Amendment(s) was/were sufficient for the approval.

The Amendment(s) was/were approved by the sharehoders through voting groups. (The following statement must be separately approved for each voting entitled to vote separately on the Amendment(s).) The number of voted cast for the Amendment(s) was/were sufficient for approval by_ (Voting Group)

Signed this: 10/31/01

LLANOS Y ASOCIADOS MIAMI CORP.

(Chairman of Vice-Chairman of the Board of Directors, President or other officer if adopted the shareholders)

Typed or printed name: NEI DE FATIMA FONTANA Title: President

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