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BASIC AMENDMENT

ACQUEEREN INTERNATIONAL CORP.

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**AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ACQUEEREN INTERNATIONAL CORP.**

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Pursuant to the provisions of Section 607.1006, Florida Statutes, this corporation adopts the following article of incorporation:

FIRST: Amendment(s) adopted: The name of the corporation shall read as follows:

ACQUAREEN INTERNATIONAL, INC.

SECOND: Amendment(s) adopted: Article I is hereby amended to read as follows:

The name of the corporation is ACQUAREEN INTERNATIONAL, INC.

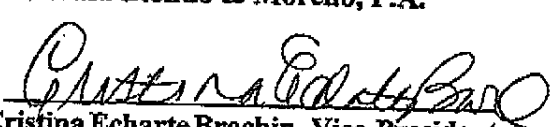
THIRD: This amendment is adopted effective September 28, 2001.

FOURTH: This amendment was adopted by the sole incorporator without shareholder action and shareholder action was not required because no shares have been issued as of the date of the amendment.

Signed this 28th day of September 2001.

SOLE INCORPORATOR:

Murai Wald Biondo & Moreno, P.A.

By: 
Cristina Echarte Brochin, Vice-President

Cristina Echarte Brochin, Esq.
Florida Bar No.: 581410
Murai Wald Biondo & Moreno, P.A.
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G:\DATA\CEB\Hernandez, Saul\ACQUEEREN INTERNATIONAL CORP\Acquareen International, Inc. - Amended Articles

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