P01000099455

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Amend

05/23/05--01012--023 **43.75

05 MAY 23 PH 1:08

Miami, Fl., May 20, 2005

FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS PO BOX 6327 TALLAHASSEE, FL 32314

RE:

MATARILE, INC

Document Number:

P01000099458

Dear Sirs:

Enclosed please find a check for \$43.75 to cover the fees for an AMENDMENT OF ARTICLES OF INCORPORATION and a Certificate Copy. Please forward copy to:

LUZ ESPITIA 131 RIVERWALK CIRLC E SUNRISE, FL 33326

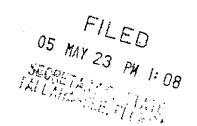
Thanking you in advance for your attention.

Sincerely

LUZ MARINA ESPITIA

ACCOUNTANT 954-384-8565

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



MATARILE, INC

PURSUANT TO THE PROVISIONS OF SECTION 607.1006., FLORIDA STATUES, THIS CORPORATION ADOPTS THE FOLLOWING ARTICLES OF AMENDMENT TO ITS ARTICLES OF INCORPORATION.

FIRST: AMENDMENT (S) ADOPTED.

CHANGE ARTICLE XI DIRECTORES: TO REMOVE VICTOR MANRIQUE AS PRESIDENT, AND ADD ROMULO L. MATAMOROS AS PRESIDENT.

The name and address of the Director is:

ROMULO L. MATAMOROS 1075 Chenille Circle. Weston, Fl 33327

SECOND: IF AN AMENDMENTS PROVIDES FOR AN EXCHANGE, ECLASSIFICATION

OR CANCELLATION OF ISSUED SHARES, PROVISIONS FOR IMPLEMENTING THE AMENDMENT IF NOT CONTAINED IN THE

AMENDMENT ITSELF, ARE AS FOLLOWS:

THIRD: THE DATE OF EACH AMENDMENT'S ADOPTION_10-19-2004

FOURTH: ADOPTION OF AMENDMENT (S) (CHECK ONE)

THE AMENDMENT (S) WAS/WERE ADOPTED BY THE INCORPORATES WITHOUT SHAREHOLDER ACTION AND SHAREHOLDER ACTION WAS NOT REQUIRED.

•	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 BOARD OF DIRECTORS WITHOUT SHAREHOLDER ACTION AND SHAREHOLDER ACTION WAS NOT REQUIRED.
**************************************	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.
	EER OF VOTES CAST FOR AMENDMENT (S) WAS/WERE T FOR APPROVAL
	BY_ Some
	VICTOR MANRIQUE -President
Signed this	Allatanion

MATARILE, INC P01000099458

ROMULO L. MATAMOROS