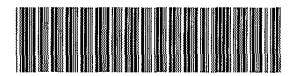
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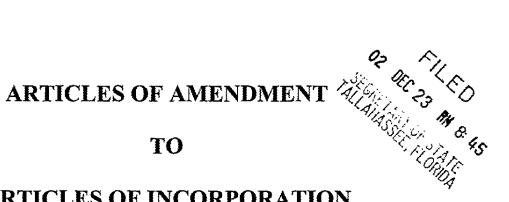
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Domestication	Dissolution/Withdrawal	
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OTHER FILINGS	REGISTRATION/ QUALIFICATION	
Annual Report		
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ARTICLES OF INCORPORATION

OF

AMERICAN PRIDE CORPORATION

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST:

Article 5 of the Articles of Incorporation provides:

President:

Madeleine T. Reiss

Vice-President:

Juan Carlos A. Villalobos

Secretary:

Juan Carlos A. Villalobos

Treasurer:

Juan Carlos A. Villalobos

SECOND:

Article 5 shall be amended to state:

President:

Madeleine T. Reiss

Secretary:

Madeleine T. Reiss

Treasurer:

Madeleine T. Reiss

whose addresses shall be the same as the principal address of the Corporation.

• THIRD: Article 6 of the Articles of Incorporation states Directors as:

Madeleine T. Reiss Juan Carlos A. Villalobos

FOURTH: The Director of the Corporation shall be changed to:

Madeleine T. Reiss

whose addresses shall be the same as the principal address of the Corporation.

FIFTH: The date of the adoption of this amendment is the 12 November 2002.

SIXTH: The amendment was adopted by the Board of Directors. No Shareholder action was

required for adoption.

SEVENTH: This amendment shall be effective upon the filing with the Secretary of State of

Florida.

Signed this 12 November 2002.

Madeleine T. Reiss, Chairman of the Board of

Directors