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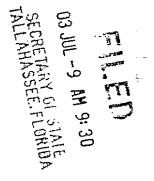
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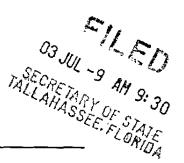
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ALEND /

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



 HIGH	CLASS	ENTERPRISE	INC.
 	<u>.</u>	(present name)	

P01000107753
(Document Number of Corporation (If known)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

THE VICE-PRESIDENT SHOULD BE DELETED FROM THE CORPORATION.

MARCOS LAUREANO BARRIONUEVO 21SE 1ST. AVE. SUITE 705 MIAMI, FL 33131 PRESIDENT

GEORGE LUIS HERNANDEZ 21 SE 1ST.AVE SUITE 705 MIAMI,FL 33131

VICE-PRESIDENT- DELETED

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The da	te of each amendment's adoption: 00/12/03					
FOURTH: Adop	otion of Amendment(s) (CHECK ONE)					
	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.					
$Th\epsilon$	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):					
	"The number of votes cast for the amendment(s) was/were sufficient					
	for approval by					
	(voting group)					
☐ The acti	amendment(s) was/were adopted by the board of directors without shareholder on and shareholder action was not required.					
☐ The sh	e amendment(s) was/were adopted by the incorporators without shareholder action and areholder action was not required.					
Signature(B	ed this 12 day of JUNE , 2003 . Whe Chairman of Vice Chairman of the Board of Directors, President or other officer if adopted by shareholders)					
	OR					
	(By a director if adopted by the directors)					
	(By a director if adopted by the directors)					
	OR					
	(By an incorporator if adopted by the incorporators)					
	(By an incorporator if adopted by the incorporators)					
	MARCOS LAUREANO BARRIONUEVO - PRESIDENT (Typed or printed name)					
	PRESIDENT					
	(Title)					