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BENARI IMPORT AND EXPORT, INC

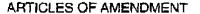
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TO

ARTICLES OF INCORPORATION

OF

BENARI IMPORT AND EXPORT, INC.

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

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

Change on I: Read as follow

Add the new Officers Directors:

President

Juan Efrain Canelon 8200 NW 4 AVE

Miami Florida, 33150

Socretary

Aléjandro Alvarez 8165 SW 118 CT

Miami Florida, 33183

Treasurer

Benito Canelon

1740 SW 87 PL

Miami Florida, 33165

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:

President |

Secretary

Juan Efrain Canelon

10%

8200 NW 4 AVE

Miami Florida, 33150

Treasurer

Benito Canelon 1740 SW 87 PL

70%

Miami Florida, 33165

Alejandro Alvarez

20%

8165 SW 118 CT Miami Florida, 33183

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THIR	D:	The dated of each amend	ment's adoption: May 21, 2008		
FOUI	Э ТН: ,	Adoption of Amendments	(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.				
0	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		
۵		The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.			
0		The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.			
Signe	ed this	21 day of May	, 2008		
Signa	sture.	<u> Де</u>	lou		
J.3. (c		BENIT	CO CANELON RESURER		