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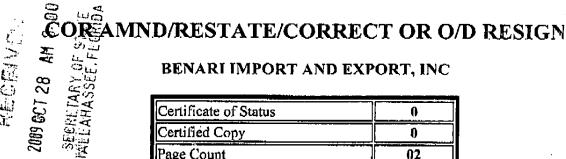
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BENARI IMPORT AND EXPORT, INC

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ARTICLES OF AMENDMENT

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ARTICLES OF INCORPORATION

OF

BENARI IMPORT AND EXPORT, INC.

P02000003017

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

Delete the Officers Directors:

MMGR

Clarelba Rodriguez

5630 NW 107 AVE # 1620

MIAMI FL 33178

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

Juan Efrain Canelon

10%

8200 NW 4 AVE

Miami Florida, 33150

....

Benito Canelon

1740 SW 87 PL

70%

Miami Florida, 33165

Secretary

Treasurer

Alejandro Alvarez

20%

8165 SW 118 CT

Miami Florida, 33183

THIRD:

The dated of each amendment's adoption:

October 27, 2009

FOURTH: Adoption of Amendments (s) (Check One) X 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. 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 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 incorporators without shareholder action and shareholder action was not required. Signed this 28 day of October 2009

> BENITO CANELON TRESURER