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Florida Department of State  
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Fax Number : (850)205-0380

From: Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
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BASIC AMENDMENT  
GEL CANDLES ENTERPRISE CORP.

Certificate of Status	0
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AMEND  
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10-4

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GEL CANDLES ENTERPRISE CORP.

ARTICLES OF INCORPORATION AMENDMENT

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 adopted:  
**ARTICLE IX. SUBSCRIBERS:**

The proceeds of the stock subscribed for will be at least the amount necessary to begin business. The name and place of residence of the Subscriber to the capital stock and the number of the shares subscribed for are as follows:

LIBRERIA NURIA C.A.                    51%  
Calle Argentina Centro Comercial Catia nivel 2 local 4  
Catia, Caracas, Venezuela.

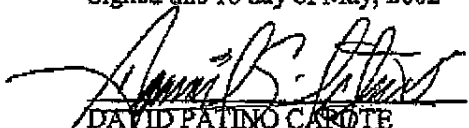
DAVID PATINO CAPOTE                    25%  
4726 SW 144<sup>th</sup> Ct  
Miami, Fla. 33175

JESSICA NINO USECHE                    24%  
4726 SW 144<sup>th</sup> Ct  
Miami, Fla. 33175

**SECOND:** The date of the amendment adoption  
This Articles of Incorporation shall become effective on May10, 2002

**THIRD:** Adoption of amendment.  
The amendment was approved by the shareholders. The votes cast for the amendment was sufficient for approval.

Signed this 10 day of May, 2002

  
DAVID PATINO CAPOTE  
President-Treasurer

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