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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

- GYMEL INC.
(Corporation Name) (Document #)
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AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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REGISTRATION/QUALIFICATION	
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<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

C. Coulliette JUN 27 2002

Examiner's Initials

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
GYMEL INC.

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

FIRST: BOARD OF DIRECTORS:

Name, title and mailing address of officers/directors of this corporation is amended as follows:

<u>NAME</u>	<u>SHARES</u>	<u>TITLE</u>	<u>MAILING ADDRESS</u>
Guillermo Cortes	26	President/Director	4095 SW 137 Ave. # 10, Miami, Florida 33175
Clara Cortes	25	V. President/D	4095 SW 137 Ave. # 10, Miami, Florida 33175
Nelso Cortes	25	V. President/D	4095 SW 137 Ave. # 10, Miami, Florida 33175
Maria I. Cortes	24	Secretary/D	4095 SW 137 Ave. # 10, Miami, Florida 33175

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 date of each amendment's adoption: June 19, 2002

FOURTH: Adoption 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.

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 _____

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.

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 19th day of June, 2002

Signature Guillermo Cortes

(By the Chairman of the Board of Directors,
President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporators if adopted by the incorporators)

President Director

Typed or printed name

Guillermo Cortes, President/Director

INCORPORATOR/CHAIRMAN

Title