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February 07, 2002

Fl. Department of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

500004911895---5 -02/12/02--01058--008 *****35.00 *****35.00

RE:

Articles of Amendment for Sal e Seda, Inc.

Doc. No. P02000005869

Dear Sir/Madam:

Enclosed please find Articles of Amendment to Articles of Incorporation of Sal e Seda, Inc., for filing, together with check number 5537 in the sum of \$35.00 representing the prerequisite filing fee.

Thank you for your attention in this regard.

Sincerely,

Mauro C. Santos

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SECRETARY OF STATE

MS/cs/Fl.Dept.St.Ltr/02.001

Amend

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF SAL E SEDA, INC.



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

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

The following article is being added:

ARTICLE IX: INITIAL DIRECTORS

The following persons shall serve as the initial Board of Directors of the Corporation until their successors are duly elected by the Shareholders:

JOSE ROBERTO TEIXEIRA DE CARVALHO
 Rua Pierre Plancher No. 117 Casa 7
 Quadra 3 Barra Da Tijuca
 Rio de Janeiro, RJ
 Brazil

SERGIO AZEVEDO ROMANO

Est. Benvindo De Novais No. 2555 Bloco 1, Apto. 702 Reckeio Rio de Janeiro, RJ Brazil 22783-010

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:

NONE

THIRD: The date of each amendment's adoption: January 29th, 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 (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 29th day of January, 2002. Signature (By the Chairman or Vice 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 incorporator if adopted by the incorporators) SERGIO AZEVEDO ROMANO (Typed or printed name)

PRESIDENT / DIRECTOR
(Title)

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