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BASIC AMENDMENT

ADELL INVESTMENTS, INC.

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DIVISION OF CORPORATIONS

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ADELL INVESTMENTS, INC.

FILED
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TALLAHASSEE, FLORIDA

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

FIRST: Amendment(s) adopted:

The Articles of Incorporation are hereby amended to reflect Julio Quintana as the Vice President, Treasurer and Director.


The Articles of Incorporation are hereby amended to reflect Jorge Quintana as President, Secretary and Director.

SECOND: The date of adoption for each amendment is May 09, 2003.

THIRD: The amendment(s) were approved by a majority of the Shareholders. The number of votes cast for the amendments were sufficient for approval.

Signed this 9th day of May, 2003.

Signature:



Jorge Quintana, President, Secretary
and Director

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