Florida Department of State

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BASIC AMENDMENT

SBIG COMMUNICATIONS, INC.

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ARTICLES OF AMENDMENT

ARTICLES OF INCORPORATION

SBIG Communications, Inc.

PURSUANT TO THE PROVISIONS OF SELECTION 607,1006, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION;

FIRST:

AMENDMENT ADOPTED:

1. THE NEW BOARD OF DIRECTORS:

President: ANTONIO CARLOS GOMES Vice-President: GILMAR LAURINDO

Director: DANIEL EDUARDO GOMES E VILLA NOVA

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 FOLLOW.

THE DATE OF EACH AMENDMENT'S ADOPTION: July 17, 2002 ADOPTIONS OF AMENDMENTS:

THE AMENDMENT (S) WAS/WERE ADOPTED BY THE INCORPORATORS OR BOARD OF DIRECTORS WITHOUT SHAREHOLDER ACTION AND SHAREHOLDER ACTION WAS NOT REQUIRED.

_______THE AMENDMENT(S) WAS/WERE APPROVED BY THE SHAREHOLDERS. THE NUMBER OF VOTES CAST FOR THE AMENDMENT(S) WAS/WERE SUFFICIENT FOR THE APPROVAL.

THE AMENDMENT(S) WAS/WERE APPROVED BY THE SHAREHOLDERS THROUGH VOTING GROUPS. { THE FOLLOWING STATEMENT MUST BE SEPARATELY APPROVED FOR EACH VOTING 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)

SIGNED THIS: July 17, 2002

(((402000168005)))

(Chairman of Vice-Chairman of the Board of Directors President or other officer if adopted the shareholders)

TYPED OR PRINTED NAME: Antonio Carlos Gomez

TITLE: Vice-President