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LAZARUS CORPORATE FILING SERVICE

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ARTICLES OF AMENDMENT

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TO

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

TOP PRO CORP.

(present name)

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: (indicate article number(s) being amended, added (or delete)

ARTICLE VI: DIRECTOR(S)

The name & title of the board of directors are:

HIGINIO DIAZ - PRESIDENT 88 NE 12th ST # 1 HOMESTED FL. 33030

ARTICLE VI: REGISTERED AGENT The name and address of the registered agent is: HIGINIO DIAZ 88 NE 12th ST # 1 HOMESTED FL. 33030

DELITE: LUIS A. LOPEZ, FRANCISCO MENDEZ and ALVARO OCAMPO

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:

:_11/2/05___

FOURTH: Adoption of Amendment(s) (check one)			
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 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 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)			
Signed this 4 day of Nov , 2005 .			
By (Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)			
OR (A director or incorporator if adopted by the directors or incorporators)			
(Typed or printed name)			
Paes Donte			
(Title)			