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Division of Corporations

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BASIC AMENDMENT

ROADS MANAGEMENT GROUP, INC.

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AMENDMENT TO THE ARTICLES OF
INCORPORATION
OF
ROADS MANAGEMENT GROUP, INC.

'BEFORE ME, the undersigned authority, this day personally appeared Eugenio Mader, Marcelo Danloy, and Narcela Bianchini who first by me being duly sworn deposes and says:

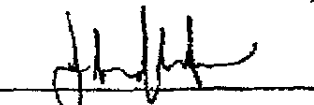
That pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

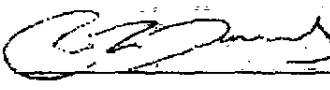
First: Be it amended that the original Article of Incorporation have been changed to delete Eugenio Mader as President and Marcelo Danloy as Vice-president of the company.

Second: Be it amended that the corporations officers are hereby changed and shall hereafter be known as Marcelo Danloy as President/Director, Eugenio Mader as Vice-president/Director, and Narcela Bianchini as Secretary/Treasurer/Director of the company.

Third: The date of the change of officers shall be effective on the date filed in the Office of the Secretary of State, Division of Corporations, State of Florida. This is adopted the 12th day of November 2002.

Fourth: The amendment was approved by the shareholders. The number of votes cast by the shareholders was sufficient for approval.


Eugenio Mader, Pres.


Marcelo Danloy, V-Pres.