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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

FILED 2002 JUL 24 AM II: 29 SECRE BURY OF STATE TALLAHASSEE, FLORIDA

RMGB GROUP, CORP.

Pursuant to the provisions of sections 607.1006. Florida Statues, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

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

ARTICLE V. OFFICERS

The officers will be

MARCOS LAUREANO BARRIONUEVO

President

21 SE 1st. Ave. Suite 705 Miami, Fl. 33131

GEORGE LUIS HERNANDEZ

Vice-President

21 SE 1st. Ave. Suite 705 Miami, Fl. 33131

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: 07/22/2002
FOURTH: Adoption of Amendment(s) (CHECK ONE)
The amendments(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
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 22 day of July, 2002

(By a director if adopted by the directors)

Signature

OR

(By an incorporator if adopted by the incorporators)

GEORGE LUIS HERNANDEZ

Name

PRESIDENT

Title