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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

2003 MAY -8 PM 2: 53

U.S.A. PAINTING AND WATERPROOFING CORP.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, 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 or deleted)

ARTICLE V SHALL BE AMENDED AS FOLLOWS:

The name and street address of the officers and directors of this corporation are:

Andres Valdes 10880 S.W. S.W. 68th Dr. Miami, F1. 33173 President, Secretary and Director.

Maribel Valdes 10880 S.W. 68th Dr. Miami, Fl. 33173

Treasurer and Director

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: May 1, 2003		
FOURTE	I: Adoption of Amendment(s) (CHECK ONE)		
ø	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.		
٥	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.		
C	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.		
Signature	Signed this 1st day of May 2003.		
	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)		
	OR		
	(By a director if adopted by the directors)		
	OR		
	(By an incorporator if adopted by the incorporators)		
	ANDRES VALDES Typed or printed name		
	President.		
	Title		