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JOEL SANDERS & COMPANY	7 PA		
1535 North Park Drive			
Suite 103	·		
Weston, FL 33326	•		
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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

AQUATRADERS USA, INC.

(present name)

P02000037431

(Document Number of Corporation (If known)

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 II is being amended. The new address of the company is as follows:

1640 Town Centre Suite 208 Weston, FL 33326

Article V is being ameded as follows:

Delete: Don Whillans as President

Add: Francisco Jose Lopez Herrera as President

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: N/A

THIRD:	The date of each amendment's adoption: June 13, 2002		
FOURTH	: Adoption of Amendment(s) (CHECK ONE)		
Σk	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"		
	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.		
Signature	Signed this 13th day of JUNE, 2002.		
	(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)		
	Don Whillans		
	(Typed or printed name)		
	President		
	(Title)		