901 NE 18th Court Apt 103 Fort Lauderdale, FL 33305

VELOVEN USA, INC.

P02000047719

July 4, 2002

Department of State Division of Corporations Corporate Filings PO Box 6327 Tallahassee, FL 32314 800006938488--3 -08/07/02--01021--002 *****35.00 *****35.00

To Whom It May Concern:

Attach please find the Articles of Amendment for **VELOVEN USA**, **INC**. with Document Number P02000047719.

Please send the Articles of Amendment to the following address: 901 NE 18th Court Apt 103 Fort Lauderdale, FL 33305

If you have any question please call me at 305-971-2367.

Sincerely,

Michael Melendez

Accountant

FILED

2 NUG -7 NY 3: 04

SECRETARY OF STATE

ALLANY SEEF, FLORIDA

Amend 8/13/02

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF VELOVEN USA, INC.



PURSUANT TO THE PROVISIONS OF SECTION \$07.1006, FLORIDA STATUES THIS CORPORATION ADOPTS THE FOLLOWING ARTICLES OF AMENDMENT TO ITS ARTICLES OF INCORPORATION.

FIRST: AMENDMENTS ADOPTED:

ARTICLE II

THE PRINCIPAL PLACE OF BUSINESS ADDRESS IS: 901 NE 18th Court
Apt 103
Fort Lauderdale, FL 33305

THE MAILING ADDRESS OF THE CORPORATION IS: 901 NE 18th Court
Apt 103
Fort Lauderdale, FL 33305

ARTICLE V

THE NAME AND FLORIDA STREET ADDRESS OF THE REGISTERED AGENT IS: Ricardo M Garcia 901 NE 18th Court Apt 103
Fort Lauderdale, FL 33305

I CERTIFY THAT I AM FAMILIAR WITH AND ACCEPT THE RESPONSABILITIES OF REGISTERED AGENT.

REGISTERED AGENT SIGNATURE:

ARTICLE VI

THE NAME AND ADDRESS OF THE INCORPORATOR IS:

Ricardo M Garcia 901 NE 18th Court Apt 103 Fort Lauderdale, FL 33305

INCORPORATOR SIGNATURE:

ARTICLE VII DIRECTORS

THIS CORPORATION SHALL HAVE TWO OFFICER AND/ OR TWO DIRECTOR INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED, OR DIMINISHED, FROM TIME TO TIME, BY BY-LAWS ADOPTED BY THE STOCKHOLDERS.

TITLE: PRESIDENT Ricardo M Garcia 901 NE 18th Court Apt 103 Fort Lauderdale, FL 33305

TITLE: DIRECTOR
Juan A Fuentes
901 NE 18th Court
Apt 103
Fort Lauderdale, FL 33305

SECOND: THE DATE OF EACH AMENDMENT'S ADOPTION IS MAY 20, 2002.

DOCUMENT PREPARED BY: MICHAEL MELENDEZ

20795 SW 129 PL MIAMI, FL 33177 THIRD: ADOPTION OF AMENDMENT (S) (CHECK ONE)

- () 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.
- (X) THE AMENDMENT (S) WAS/WERE ADOPTED BY THE INCORPORATORS WITHOUT SHAREHOLDER ACTION AND SHAREHOLDER ACTION WAS NOT REQUIRED.

SIGNED THIS 20-DAY OF MAY 2002.

SIGNATURE

(By the chairman or vice chairman of the board of directors, president or other officer if adopted by its shareholders).

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Ricardo M. Garcia

Typed or printed name

PRESIDENT/INCORPORATOR

Title