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Division of Corporations

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THE PARTY NAMED IN THE PARTY OF THE PARTY OF

From:

Account Name : FAS-T CORP. AGENTS, INC.

Account Number : 071001002335 Phone : (305)599-0839 Fax Number : (305)716-0346

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## **BASIC AMENDMENT**

ARCHIE'S USA, INC.

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

## ARCHIE'S USA, INC.

Document Number: P02000050372

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 adopted: Article I -The officers and directors of the corporation and their addresses are:

President: IGNACIO MALDONADO 50 SW 10 STREET, SUITE 812 MIAMI FL 33130

There are no other officers or directors of the corporation.

SECOND: The date of this amendment adoption is June 7, 2005.

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

Signed this 7th day of June, 2005.

Signature:

IGNACIO MALDONADO - PRESIDENT