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BLUETOP, INC.

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3/12/2007

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ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

BLUETOP, INC.

Pursuant to the provisions of Section 607.1006, Florida Statutes, this 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 VIII.- The Board of Directors shall change the name of the Registered Agent of this Corporation, the new Registered Agent is:

JOSE ROSALES, residing at 15943 SW 61ST CT, Southwest Ranches Fl 3331

Article XI. - a) The Board of Directors shall delete the following directors from the corporation:

Name PEDRO BAEZ Title

Secretary/Director

b) The Board of Directors shall add:

JOSE ROSALES, at 15943 SW 61ST CT, Southwest Ranches Fl 33331, as the new President/Director of the Corporation.

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: March 12, 2007

FOURTH:

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

(Voting group)

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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 12 days of March, 2007

Signature

(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)

JOSE ROSALES
Typed or printed name
President
Title

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CERTIFICATE OF DESIGNATION REGISTERED AGENT / REGISTERED OFFICE

BLUETOP, INC. (Name of Corporation)

JOSE ROSALES (Name of Registered Agent)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

Registered Agent