P02000060805

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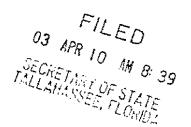


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04/10/03--01078--006 **43.75

Amend 4/17/03

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



MARCELO DESIGN CORP

(present name)

P02000060805

(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:

The principal place of business address is:

8518 NW 70 Street Miami, F1 33166

The mailing addres of the corporation is:

8518 NW 70 Street Miami, Fl 33166

Article VII:

The new Board of officers and Directors are:

PRESIDENT: Marcelo Sargentoni With 50% of the Shares (500)

VP & TREASURER: Vanessa Nieto

DIRECTOR: Rodrigo Leandro Serna With 50% of the Shares (500)

DIRECTOR: Maria Paula Nasif de Serna

All the Officers and Directors have as address the following: 8518 NW 70 Street, Miami, Fl. 33166

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: T	he date of each amendment's adoption: 04/04/03	
FOURTH:	Adoption of Amendment(s) (CHECK ONE)	
0	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)	
XX Z k	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 04 day of April , 2003.	
<	(By the Chairman of 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)	
	Marcelo Sargentoni	
	(Typed or printed name)	
STATE OF FLORIL Dod	PRESIDENT, Director	
Sworn to (or affirmed) and subsorthis of day of (Year) by (Name of Person M Personsity Known: or Pro- Identification Produced:	SORCENTONS CONTARYSEAL	