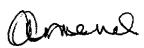
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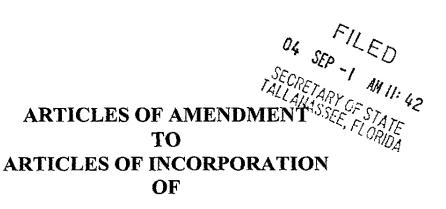
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CORPORATION(S) NAME

	PROING	LESYVII	ment Gi	ROUP INC.
——————————————————————————————————————				
			<u> </u>	
() Profit () NonProfit	<u> </u>	Amendment	() Merger
() Foreign	() Dissolution	() Mark
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W.P. Varitier	*



PROING INVESTMENT GROUP INC.

(Present name)

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)

Amended Article IV Deleted ADDRESS 1911 Madeira Drive

Weston, Fl. 33327

New Address 1880 N.W. 21 Street

Miami Florida 33142

Amended Article V Deleted Florencio Yugueros Amended Article V Deleted Alonso Yugueros Amended Article VI Deleted Florencio Yugueros Amended Article VI Deleted Alonso Yugueros

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 adoptions: 08-30-04 **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 the approval by_____

Voting group

- 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 day 30 of August 2004

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)

Francisco J. Yugueros

Typed or printed name

President

CERTIFICATE OF DESIGNATION REGISTER AGENT/REGISTER OFFICE

Pursuant to the provisions of section 607.0501, Florida Statues, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the register office/registered agent, in the state of Florida.

PROING INVESTMENT GROUP INC. (Name of Corporation)

-	Desiring to organize under the law of	FLORIDA the State of	SECORET FILE
		(Florida)	TED ED
	With its principal office, as indicate in	n the articles of incorporation	OF STA
symmetrian market e e e e e e e e e e e e e e e e e e	Francisco J. Yugueros named (Name of Registered Agent)	 	E TO THE SECOND
		DADE County of	ن د د د د د د د د د د د د د د د د د د د
A Particular Constitution Const	(City)	(County)	
	State of Florida, as its agent to accent	service of process within this state	

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHEER 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 OBLIGACIONS OF MY POSITION AS REGISTER AGENT.