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BASIC AMENDMENT B & V OF AMERICA CORP.

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FLORIDA DEPARTMENT OF STATE Jim Smith Secretary of State

August 28, 2002

B & V OF AMERICA CORF. 19195 MYSTIC POINTE DR. #2205 MIAMI, FL 33180

SUBJECT: B & V OF AMERICA CORP.

REF: P02000075056

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PLEASE REMOVE THE COMMA FROM THE CORPORATE NAME.

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Karen Gibson Document Specialist FAX Aud. #: H02000187398 Letter Number: 102A00050191

ARTICLES OF AMENDMENT ΤŌ ARTICLES OF INCORPORATION OF

B & V OF AMERICA CORP.

Present Name

02 MG 28 PH 3: 35 Pursuant to the provisions of section 607.1006 Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRSTt: Amendment(s) adopted: - (indicate article number(s) being amended, added, or deleted.

Article 2: The new address of the corporation is 2240 Cypress Bend Dr.

#608 Pompano Beach, FL 33069

Article 6: Officers and Directors should read as follows

Viviana Swadkins – Vice President Brian Swadkins – President

2240 Cypress Bend Dr. #608 2240 Cypress Bend Dr. #608

Pompano Beach, Fl 33069

Pompano Beach, Fl 33069

Osvaldo Cesar - Secretary 19195 Mystic Pointe Dr. #2205 Miami, Fl 33180

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 amendments adoption: August 27, 2002

FOURTH: Adoption of amendment(s) (Check One)

 X^{\dagger} The Amendments was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

1) The Amendment(s) was/were approved by the shareholders through the 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

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 August 27, 2002

Signature Sarello Esar

(By the chairman or Vice Chairman of the Board of Directors,

President or other officer by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Osvaldo Cesar

President