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BASIC AMENDMENT

YEYSHOES, INC.

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Page Count	03
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FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

April 2, 2003

YEYSHOES, INC. 2588 SW 27TH AVE MIAMI, FL 33133

SUBJECT: YEYSHOES, INC. REF: P02000075518

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AMENDMENTS TO THE ARTICLES OF INCORPORATION

OF

YEYSHOES, INC.

I, the undersigned, being the Secretary of YBYSHOES, INC., a Florida corporation, do hereby amend its Articles of Incorporation as follows:

OFFICERS/DIRECTORS

The name and address of the officers and directors shall change from:

Gustavo Gomez President and Director 11489 S.W. 40th Street Miami, Florida 33165

&

Margarita de Serne Secretary & Director 13951 SW 66th Street, #A-908 Miami, Florida 33183

TO

Gustavo Adolfo Gomez President, Secretary & Director 14611 S.W. 88th St., L209 Miami, FL 33186

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Mauricio Serna Vice President, Treasurer 13951 SW 66th Street, #A-908 Miami, Florida 33183 DIVISION OF CORPORATIONS

EXPRESS

(((H03000099191)))

The date of adoption is March 31, 2003.

The number of votes cast for the amendment by shareholders' were sufficient for approval. In all other respects, the Articles of Incorporation shall remain unchanged.

The undersigned, being the secretary/director of Yeyshees, Inc., a Florida corporation, acting pursuant to Section 607, 134, 607, 181 (3) and 607, 394 of the Florida Status, does hereby manifest his intention that the foregoing Articles of Amendment to Articles of Incorporation be Adopted according to its terms.

SECRETARY/DIRECTOR

MARGARITA DE SERNA.