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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. LATIN CLUB INTERNATIONAL INC.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
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AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
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<input type="checkbox"/>	Other

Examiner's Initials

**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION  
OF**

**LATIN CLUB INTERNATIONAL INC.**

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopt the following articles of amendments to its articles of incorporation:

FIRST: Amendment adopted: article number(s) being amended, added or deleted.

**ARTICLE 4 : (AMENDMENT 10/07/02)**

**:TO BE DELETED**

**ARTURO FLORINDEZ (P) MANCO CAPAC 495 DPTO.302 MIRAFLORES,LIMA,PERU  
LYDIA JHON(S) VALLADOLID 148, HIGUERETA, SURCO, LIMA, PERU**

**ARTICLE 4: AMENDMENT (03/28/2003)**

**:ADD**

<b>POMPEO DI ROCCO (P)</b>	<b>4954 SW 76th Street Coral Gables, FL 33143</b>
<b>ARTURO FLORINDEZ (VP) 10% Shares</b>	<b>6915 Red Road 210A Coral Gables, FL 33143</b>
<b>FRANK DI ROCCO (D) 90% Shares</b>	<b>4954 SW 76th Street Coral Gables, FL 33143</b>
<b>OLIMPIO SAO BENTO (STD)</b>	<b>6915 Red Road 214 Coral Gables, FL 33143</b>

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: **APRIL 10, 2003**

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).

The amendment(s) was/were adopted by board of directors without shareholder and shareholder action was not required.

**X** The amendment(s) was/were adopted by the incorporator without shareholder action and shareholder action was not required.

SIGNED THIS 28 OF MARCH, 2003.

SIGNATURE:

TYPED OR PRINTED NAME:

  
**FRANK DI ROCCO**  
INCORPORATER