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BASIC AMENDMENT

BERNALEX, INC.

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION BERNALEX, INC.

REF. NUMBER; P02000083643

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts. The following articles of amendment to its articles of incorporation:

FTRST: Amendment adopted: Article VIII: Subscribers & Directors

The name(s) of the new directors of this corporation is(are):

Bernard Gafcovich

President-Secretary

590 West 49th Street, Miami Beach, Fl. 33140

SECOND: Amendment adopted: Article IX: Registered Office & Registered Agent

The name and address of the new registered agent of this corporation is:

Bernard Gafcovich

Registered Agent

590 West 49th Street, Miami Beach, Fl. 33140

This amendment was adopted on December 3, 2003. The shareholders approved the amendment by unanimous votes.

The number of votes cast for the amendment was sufficient for approval.

Signed this 3rd of December, 2003.

Bernard Gafoovich

President

Secretary

I hereby am familiar with and accept the duties and responsibilities as

registered agent for said corporation.

Bernard Gafcoviet Registered Agent

Miami, Florida

203

Alex Alvarez
Commission #DD 151307
Expires: Sep 18, 2006
Bonded Tixu

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Prepared by: Solono & Solono 1235 Alton Rd. Ste 8 Misoni Beach. Fl. 3213

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