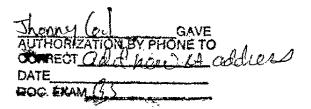
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## FLORIDA DEPARTMENT OF STATE Jim Smith Secretary of State

December 23, 2002

JHONNY A GIL 15743 SW 101 ST MIAMI, FL 33196

SUBJECT: GIL'S CORP. Ref. Number: P02000084211

We have received your document for GIL'S CORP. and your check(s) totaling \$52.40. However, the enclosed document has not been filed and is being returned for the following correction(s):

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6957.

Pamele Spith Document Specialist

Letter Number: 602A00067075

Department of State

ATTN: Division of Corporations

Section A Mendments

P.O. Box 6327

Tallahasee, Fl. 32314

Gil's Corp.

Thomas A. Gil

15743 Sw 101 St.

MIA, Fl 33196

305-408-9498

DOCUMENT NUMBER
PO2000084211

FilingFee for acticles of Anchament.

Certified copies of the Amendment

Certificate of Status

I have attached a check for 52.40

## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

FILED

03 HAR 14 PM 12: 29

Florida Profit ALLAHASSEE, FLORIDA
(Filesent name)
(Document Number of Corporation (If known)
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)
-Article II Principal Office: 15743 SW 101 St. Minni, Fl. 33196
-Article III Shares 51%+ 49% = 100% Total chares Thomy A. Gil (51%) Elizabeth Gil (49%)
- Article II  Officers / directors  Officers / directors  Thomny A. Gil (President) 15743 SW 101 ST. Mia.Fl. 33196  Elizabeth Gil (Vice President) 9812 SW 145 Pl. Mia.Fl. 33196  Gebby P. Uribe (Secretary) 15743 SW 101 ST. Mia.Fl. 33196
- Article III Agent

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: December 5th 2002		
FOURTE	I: Adoption of Amendment(s) (CHECK ONE)		
G	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)		
E	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 5th day of December 2002.		
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)		
· ·	Thomas A. Gil (Typedor printed name)		
	President		