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Florida Department of State  
Division of Corporations  
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DIVISION OF CORPORATIONS

**BASIC AMENDMENT**

**ROTARY POWER INC.**

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$43.75

*Amend  
9/9/04*

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③

ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION OF  
ROTARY POWER INC.,  
P02000097552

The undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE III - SHARES

The following amendment to the Articles of Incorporation was adopted on Monday, June 7, 2004.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

**FIVE HUNDRED THOUSAND (500,000)**

The number of shares of the corporation outstanding and entitled to vote at such adoption was one hundred shares.

The holders of all shares outstanding and entitled to vote have signed a consent in writing adopting said amendment.

The effective date of this Amendment to Articles of Incorporation shall be as of the date of filing.

In all other respects the Articles of Incorporation as previously filed are herewith ratified, affirmed and approved as if restated herein haec verba.

IN WITNESS WHEREOF, said Corporation has caused these presents to be signed in its name by its President and attested to by its Secretary.

ROTARY POWER INC.,

By: Henry Gonzalez

Its President, Henry Gonzalez

STATE OF FLORIDA )  
                          )SS:  
COUNTY OF DADE )

I HEREBY CERTIFY that on this day, before me, the undersigned officer, duly authorized in the State and County aforesaid to take acknowledgments, personally appeared **Henry Gonzalez**, as President, of Rotary Power Inc., who, after being duly sworn, do state that they have signed this Amendment to Articles of Incorporation amending the charter of the Corporation as

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such officers and for the purposes stated therein.

Witness my hand and official seal at Miami, Dade County, Florida, this 2nd day of August, 2004.

*[Signature]*

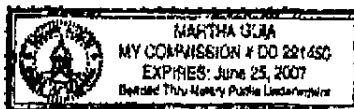
Signature of Notary Public

Printed Name of Notary Public

My commission expires:

Personally known/produced

as identification



IN WITNESS WHEREOF, said Corporation has caused these presents to be signed in its name by its President and attested to by its Secretary.

Attest:

*[Signature]*

By:

Its Secretary, Rodolfo Alonso

STATE OF FLORIDA )

)SS:

COUNTY OF DADE )

I HEREBY CERTIFY that on this day, before me, the undersigned officer, duly authorized in the State and County aforesaid to take acknowledgments, personally appeared **Rodolfo Alonso, as Secretary, of Rotary Power Inc.**, who, after being duly sworn, do state that they have signed this Amendment to Articles of Incorporation amending the charter of the Corporation as such officers and for the purposes stated therein.

Witness my hand and official seal at Miami, Dade County, Florida, this 2nd day of August, 2004.

*[Signature]*

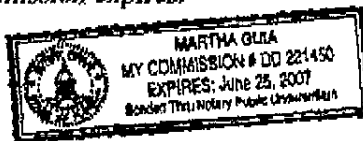
Signature of Notary Public

Printed Name of Notary Public

My commission expires:

Personally known/produced

as identification



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