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From: Account Name : FAS-T CORP. AGENTS, INC.
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BASIC AMENDMENT
OCTO DISTRIBUTION, INC.

Certificate of Status	0
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Page Count	02
Estimated Charge	\$35.00

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

Octo Distribution, Inc.

(Present Name)

Pursuant to the provisions of section 607.1006 Florida Statutes, this 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)*

Delete: Article six (President ALEX CANO ,
Elizabeth Papadimitrov Sect. Dir.

Add: Article six (President
Alberto, Marin.

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: 7/02/03

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 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 day July 2, 2003

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)

ALEX CANO

Typed or printed name

President

Title