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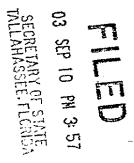
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#### ARTICLES OF AMENDMENT

#### TO

## ARTICLES OF INCORPORATION

**OF** 

### OCEAN COLORS, INC.



Pursuant to the provisions of section 607.1006, Florida Statues, 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 delete)

Article VII: The officer(s) and/or director(s) of the corporation is/are:

DELETE: Joao Callas Jr.

as Vice-President

Rua Madre Teodora 402 Sao Paulo, SP. Brazil BR

**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: 08/22/2003.

FOURTH:	Adoption	of Amendment(	<b>(s)</b>	(CHECK ONE)
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- X 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. . 0 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 0 action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder 0 action and shareholder action was not required.

	Signed this	22nd	day of	August	, 2003.	. *	
Signature	(By the Chaiman or Vice Chaiman of the Board of Directors, President or other officer if adopted by the shareholders)						
		A	NA L. BAST	OS		<u>.</u>	
		Турс	ed or printed name	e			

PRESIDENT Title