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To:

Division of Corporations

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From:

Account Name

: EMPIRE CORPORATE KIT COMPANY

Account Number: 072450003255 Phone

(305) 634-3694

Fax Number

: (305)633-9696

BASIC AMENDMENT

LEROAL INTERNATIONAL PROPERTY HOLDINGS, INC.

Certificate of Status	0
Certified Copy	1
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2002-90-NH1

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EMPIRE CORPORATE KIT

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TO ARTICLES OF INCORPORATION OF

	LEROAL INTERNATIONAL PROPER	TY HOLDINGS INC.
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	(present name)	THE REL
	(Document Number of Corporation (If known	95.00

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:VI (DIRECTORS) Paragraph #(3), THE FOLLOWING NAMED DIRECTORS ARE REMOVED:

MARCELO SPADEI and the following named individual is inserted:

LEOPOLDO GOMEZ 888 BRICKELL KEY DRIVE #1900 MIAMI FL 33131

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:

n/a

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THIRD:	The date of each amendment's adoption: DECEMBER 20, 2002	
FOURTH	l: Adoption of Amendment(s) (CHECK ONE)	
ព	The amendment(s) was/were approved by the shareholders. The number of votes east for the amendment(s) was/were sufficient for approval.	
C	The amendment(s) was/were approved by the chareholders 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"	
	in approvat by (voing group)	
	The amendment(s) was/were adopted by the board of directors without 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 20th day of December 2002	
Signature_	MM	
	(By the Chairman or Vice Chairman of the Board of Directors, Frontent or other officer if adopted by the shareholders)	
QR		
	(By a director if adopted by the directors)	
	OR	
•	(By an incorporator if adopted by the incorporators)	
	MANUEL A. RAMIREZ (Typed or printed name)	
	Subscriber	
	i rmdi	

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