

P0300000/547

Florida Department of State
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Division of Corporations
Fax Number : (850) 205-0380

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
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DIVISION OF CORPORATIONS

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TALLAHASSEE, FLORIDA

BASIC AMENDMENT

ZITRO-ZEREP CORP.

Certificate of Status	0
Certified Copy	1
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Amendment
7/2/04
DC

HD4000137378

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

(4)

ZITRO-ZEREP CORP.
(present name)

P03000001547
(Document Number of Corporation (If Known))

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04 JUL -1 PM 1:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

VI- Directors - DELETE ARMANDO ORTIZ - VICEPRESIDENT/DIRECTOR
TANIA ORTIZ - DIRECTOR

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in amendment itself, are as follows:

Armando Ortiz transfers his 25% ownership in the company to Carlos Perez, Tania Ortiz transfers her 25% ownership in the company to Brenda Perez

THIRD: The date of each amendment's adoption: JUNE 28, 2004

FOURTH: Adoption of amendment(s) (CHECK ONE)

- (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. 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.

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- () The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 28 day of JUNE, 2004.

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)

CARLOS PEREZ

Typed or printed name

PRESIDENT

Title