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BASIC AMENDMENT

ALLSTATE DEVELOPMENT, INC.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

March 12, 2004

ALLSTATE DEVELOPMENT, INC. 150 ALHAMBRA CIRCLE SUITE 1240 CORAL GABLES, FL 33134

SUBJECT: ALLSTATE DEVELOPMENT, INC.

REF: P03000002135

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

ALLSTATE DEVELOPMENT, INC.

P03000002135

(Document Number)

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 VII, Registered Agent, the name and address is being changed to read as follows:

Mateo Sanchez 150 Alhambra Circle #1240, Coral Gables, FL 33134

Having been named as registered agent to accept service of process for the above stated corporation of the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Registered Agent Signature

Article VI, Officers/Directors, the following name is being deleted:

Jaimie Puerto, President

and amending the following name

Mateo Sanchez, Vice Pres. will now be Mateo Sanchez, President

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:

H04000053L027

Tinrd:	The date of each amendment's adoption: March 8th 2004.		
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)		
to	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action wis not required.		
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.		
Signed this Btday of MARCH 2004.			
Signature (By the Chairman or Vice Chairman of the Hama of Direction, President or other others if adopted by the stratyleiders)			
OR			
(By a director if adopted by the directors)			
- OR			
(By an incorporator if adopted by the incorporators)			
Joinie Ruerto			
-/ FRESIDENT			
(Tide)			