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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Adrior USA, Corp

DOCUMENT NUMBER: P03000004892

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Deyanira Pumar

(Name of Contact Person)

(Firm/ Company)

551 NW 129 Way

(Address)

Pembroke Pines, FL. 33028

(City/ State and Zip Code)

For further information concerning this matter, please call:

Deyanira Pumar

(Name of Contact Person)

at (305) 439.9743

(Area Code & Daytime Telephone Number)

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION.
OF.
ADROR USA, CORP.
(PRESENT NAME)**

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)

Change: ARTICLE I. NAME AND ADDRESS

The principal place of business address is as follows:

Add:

11865 SW 26th Street Bldg I. Suite 13
Miami, Florida. 33175

Delete:

1400 S. Douglas Rd. Suite 16
Coral Gables, FL. 33134

Change: ARTICLE III. CAPITAL STOCK

Add:

Adrior, C.A.
Urb. La Beatriz Edificio 12 # 00-03
Valera, estado Trujillo. Venezuela

700 Shares

Add:

Pumar Deyanira
1400 S. Douglas Rd. Suite 16
Coral Gables, FL. 33134

300 Shares

Change: ARTICLE V. OFFICER DIRECTORS

The initial officer (s) and/or director(s), of the corporation is/are:

Add:

Title: Vice-President
D' Jesus de Mora Maricelly
1400 S. Douglas Rd. Suite 16
Coral Gables, FL. 33134

Add:

Title: Administrative Manager
Pumar, Deyanira
1400 S. Douglas Rd. Suite 16
Coral Gables, FL. 33134

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Change:
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE.

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under The laws of the State of Florida, submit 's the following statement in designating the registered office/registered agent, in the State of Florida

1. The name of the corporation:

ADRIOR USA, CORP

2. The name and address of the registered agent and office is:

Pumar Deyanira
1400 S. Douglas Rd. Suite 16
Coral Gables, FL. 33134

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

THIRD: The date of each amendment's adoption: December 15, 2005

FOUTH: 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.

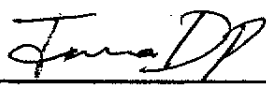
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

*“The number of votes cast for the amendment(s) was/were sufficient
For approval by _____”*
Voting group.

☒ (X) The amendment(s) was/were adopted by the board of director 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 15 day December 2005.

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)

Irma Paredes
TYPED OR PRINTED NAME
President

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REGISTERED AGENT/REGISTERED OFFICE.


I, Deyanira Pumar, accept to be designated as registered agent of the undersigned corporation, organized under the laws of the State of Florida.

1. *The name of the corporation:*

ADRIOR USA, CORP

2. *The name and address of the registered agent and office is:*

**Pumar Deyanira
1400 S. Douglas Rd. Suite 16
Coral Gables, FL. 33134**

Signature 
Date : 12/15/2005

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

Signature 

Date 12/15/05

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