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Florida Department of State

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To:

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

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
Fax Number : (305)716-0346

BASIC AMENDMENT

CREATIVES AD SOLUTIONS, INC.

Certificate of Status	0
Certified Copy	0
Page Count	02
Estimated Charge	\$35.00

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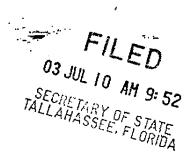
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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

Amend + N/C

T BROWN JUL 1 0 2003



ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION. OF. Creatives Ad Solutions. Inc. ORESPON MAKE

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 L NAME:

The Name of the Corporation shall be:

Adrior USA. Corp.

The principal place of business of this corporation shall be:

<u>Adrior USA, Corp.</u> 1201 East Ponce de Leon # 208. Coral Gables, Florida. 33134

Change ARTICLE V. OFFICER DIRECTORS:

The name(s) and street address (es) of the officer (s) and director (s), if any, who shall hold office the first year of the corporation's existence or until their successor (s) is (are) elected, is (are):

ADD

President:

Irma Paredes

1201 East Ponce de Leon # 208 Coral Gables, Florida, 33134

DELETE

Director:

Javier Hernando Morales

Director:

Francisco Javier Botrau

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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: July 8, 2003

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 vo	tes cast for	the amendment	(s) was/were	sufficient
for approval by				64
.,	Votion error	175.		

(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 08 Days of JULY 2003

Signature

(BY the Chairman or vice chairman of the Boar 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)

JAVIER HERNANDO MORALES

DIRECTOR