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BASIC AMENDMENT

THAI GEMS AND JEWELRY, INC.

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**AMENDMENT TO ARTICLES OF INCORPORATION
OF THAI GEMS AND JEWELRY, INC.**

#03000012112

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 adopted: Article IX and Article X should read as follows:

**Tirapat Patram, President
960 NW 156th Avenue
Pembroke Pines, FL 33028**

SECOND: Amendment adopted: Article VII is changing the Registered Agent and Office. Article VII should read as follows: Tirapat Patram and the registered address shall be: 960 NW 156th Ave, Pembroke Pines, FL 33028.

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


Tirapat Patram

THIRD: The date of adoption of this amendment: June 27, 2003.

FOURTH: Adoption of Amendment

The shareholders approved the amendment and the number of votes cast for the amendment was sufficient for approval.

Signed this 27th day of June 2003


Piya Charoenpana, President