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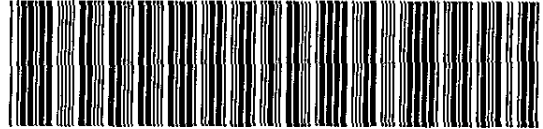
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Amend

FILED
04 SEP 25 21 4:55
FBI - TAMPA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SOLAR TILE & MARBLE CORP.**

FILED
04 SEP 25 PM 4:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST: Articles amended.

Article VII should read as follows.

The officers and directors of the Corporation are:

Title: P
Oswaldo Solares
1240 NW 197 St.
Miami, FL 33169 US

Title: VP
Israel Moncada
1120 Dunad Ave.
Opa Locka, FL 33054 US

Title: T
Hugo L. Mata
14941 SW Lincoln Blvd.
Miami, FL 33176

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: NONE

THIRD: The date of amendment adoption: September 21, 2004.

FOURTH: Adoption of Amendment(s) (check one)

- X The amendment(s) was/were approved by the shareholders. The number of votes cast
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 cast for 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 shareholders action was not required.

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

Signed this 21st day of September, 2004.

Signature X Oswaldo Solares
(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)

OSWALDO SOLARES

Typed or printed name

President, Secretary, Treasury, Director & Stockholder