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BASIC AMENDMENT

EALLSTORE, INC.

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(L(H030001971141))

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

eALLStore, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this 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 II should read as follows:

ARTICLE II

The principal place of business and mailing address of this Corporation shall be:

8321 NW 68 St. Miami FL 33166

ARTICLE V should read as follows:

ARTICLE V

The name of the Registered Agent of the Corporation is: VICTOR HUGO PADILLA and the address of the Registered Office of the Corporation shall be: 8321 NW 68 St. Miami FL 33166

ARTICLE IX should read as follows:

ARTICLE IX

The name and post office addresses of the members of the Board of Directors and slate of corporate officers are as follows:

NAME

ADDRESS

OFFICE

%

VICTOR HUGO PADILLA 8220 NW 157 Terrace Miami Lakes FL 33016 President 100

(C(H030001971141))

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:

THIRD: The date of each amendment's adoption: May 15, 2003.

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

X 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)

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 15th day of May, 20t

Signature .

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if another by the shareholders)

(By a director if adopted by the directors)

OK

(By an incorporator if adopted by the incorporators)

VICTOR HUGO PADILLA

Typed or printed name
President, Secretary, Treasury, Director & Stockholder
Title

(CCH03000197114)))

ACCEPTANCE OF APPOINTMENT

The undersigned, designated Registered Agent in the foregoing Articles of Amendment, hereby accepts such appointment as Registered Agent and state that he is familiar with and accepts the obligations provided as Registered Agent and agree to act in this capacity.

IN WITNESS OF I hereby set my hand and seal MAY 15, 2003

VICTOR/HUGO PADILLA

Alisibre, INC.