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Amen

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: IN MOTION GROUP INC.

DOCUMENT NUMBER: P03000037401

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

Please return all correspondence concerning this matter to the following:

OLIMPIO SAO BENTO

(Name of Contact Person)

SAO BENTO SERVICE CENTER INC.

(Firm/ Company)

6915 RED ROAD, SUITE 214

(Address)

CORAL GABLES, FL 33143

(City/ State/ and Zip Code)

For further information concerning this matter, please call:

OLIMPIO SAO BENTO

(Name of Contact Person)

at (

786 , 897-8776

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

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Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
IN MOTION GROUP INC.
(P03000037401)**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of section 607.1006 Florida Statutes, this Florida profit corporation adopts the following amendment to its articles of incorporation:

FIRST: Amendment(s) adopted:

ARTICLE VI

DELETE

The name(s) and address of the Director(s) to these articles of incorporation is (are):

(PT) MARIA NANCY RIVERA 250 Shares

291 NW 151 AV
Pembroke Pines, FL 33028
15060 SW 104 ST # 1614
Miami, FL 33196

(VPS) JUAN JOSE CARDONA 250 Shares

ARTICLE VI

ADD

(P) MARIA NANCY RIVERA 250 Shares


291 NW 151 AV
Pembroke Pines, FL 33028
14032 SW 66 TERRACE
MIAMI, FL 33183

(VP) MARIA DEL PILAR CARDONA 250 Shares

SECOND: The amendment provides for an exchange of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:
Shareholder JUAN JOSE CARDONA with Two Hundred Fifty (250 Shares), exchange 250 shares, to: MARIA DEL PILAR CARDONA

THIRD: The effective date of each amendment's adoption its: 02/21/2006

FOURTH: The Adoption of amendment was approved by the Shareholders. The number of votes cast for the amendment was sufficient for approval.
Signe this 21 day of February of 2006


Maria Nancy Rivera
President