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BASIC AMENDMENT

HORTUS INDUSTRIES, INC.

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**AMENDMENT TO THE ARTICLES OF
INCORPORATION
OF
HORTUS INDUSTRIES, INC.**

'BEFORE ME, the undersigned authority, this day personally appeared Diego H. Hurtado and Mark J. Salemi by me being duly sworn deposes and says:

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

First: Be it amended that Article VIII of the Articles of incorporation has been changed to resign Mark J. Salemi as Vice-president/Secretary/Director of the corporation.

Second: That the corporations officer and directors are hereby changed and shall hereafter be known as Diego H. Hurtado as President, Vice-president, Secretary, Treasurer, Director of the company.

Third: Be it amended that the stock ownership of the corporation has been changed and shall hereafter be known as Diego H. Hurtado having 100% ownership of stocks.

Fourth: Be it amended the corporations principle and mailing address has been change to 15241 SW 158th Street, Miami, FL 33187-5405

Fifth: The date of the change of officers shall be effective on the date filed in the Office of the Secretary of State, Division of Corporations, State of Florida. This is adopted the 19th day of February 2004.

Fifth: The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.


Diego H. Hurtado, Pres.


Mark J. Salemi, V.Pres.