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DIVISION OF CORPORATIONS

BASIC AMENDMENT
GAMEWARE COMPUTER STORE, INC.

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ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

GAMEWARE COMPUTER STORE, 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 adopted: Exchange

Article VII DIRECTORS

NAME	ADDRESS
Octavio D. Soto Arenas	2936 N.W. 72 Ave
President	Miami, FL 33122
Maria Elena Soto	2936 N.W. 72 Ave
Vice President	Miami, FL 33122
Luis Felipe Lopez	2936 N.W. 72 Ave
Secretary	Miami, FL 33122

Article VIII SUBSCRIBERS

NAME	ADDRESS	SHARES
Octavio D. Soto Arenas	2936 N.W. 72 Ave	20%
	Miami, FL 33122	
Maria Elena Soto	2936 N.W. 72 Ave	40%
	Miami, FL 33122	
Luis Felipe Lopez	2936 N.W. 72 Ave	20%
	Miami, FL 33122	
Jairo Andres Lopez	2936 N.W. 72 Ave	20%
	Miami, FL 33122	

PREPARED BY:
ERNESTO HUERTAS, ACCOUNTANT
B & V GREAT PROFESSIONAL, INC
6216 S.W. 8 ST
MIAMI, FL 33144
TEL: (305) 265-1566

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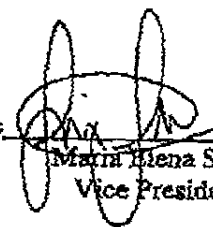
SECOND: The date of each amendment's adoption September 2, 2003

THIRD: Adoption of Amendment

- (X) The amendment was/were approved by the shareholders. The number of votes cast for the amendment was/were sufficient for approval.
- () The amendment 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:
"The number of votes cast for the amendment was/were sufficient for approval by .
- () The amendment was/ were adopted by the board of directors without shareholder action and shareholder action was not required.
- () The amendment was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 02 day of September, 2003. .

Signature



Maria Elena Soto
Vice President

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