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P0300	0051707
(Requestor's Name) Kilwer Oil Corp 407 Lincoln Rd. ste 11-L Miami Beach, 33139 (Address)	400023742014
(City/State/Zip/Phone #)	10/16/03-01023-010 **35.00
Business Entity Name)	
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As 10/20/03

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

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FILED 03 OCT 16 AM 7:45

ALLAHASSEE, FLORIDA



Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit 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 VI. DIRECTORS THE CORPORATION SHALL HAVE TWO DIRECTORS : MR. ANTONIO BOTTA, AS EXECUTIVE - DIRECTOR MR. NELSON OBELLA, AS FINANCE DIRECTOR ARTICLE VIL · OFFICERS PRESIDENT: HR. ANTONIO BOTTA TREASURY: MR. ROBERTO CHAHLA SECRETARY: MR. NELSON OBELLA

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:	10/13/	03

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- □ 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 amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

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

Signed this	13	day of	OCTOBER	2003

Signature.

(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)

ANTONIO BOTTA (Typed or printed name) PRESIDENT / EXECUTIVE - DIRECTOR