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BASIC AMENDMENT

FLORIDA GOLD SERVICES, INC.

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G. O'Connell OCT 13 2004

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OR

FLORIDA GOLD SERVICES, INC.

FIRST: *Amendment adopted*

Article VI, Officers & Directors:

DELETE:

Nancy B. Farias, President

CHANGE:

Ana B. Terra, President / Secretary

ADD:

*Walter Adrian Terra, Treasurer
Walter Hugo Terra, Vice President
Adelia Suarez, Director
Elbio Suarez, Director*

SECOND: *Date of Amendment*

The date of the adoption is:

October 13, 2004

THIRD: *Adoption of Amendment*

The amendment was approved by the shareholders. The number of votes cast were sufficient for approval of this amendment.

Signed this 13th day of October, 2004.

Signature:



(Ms. Ana B. Terra, President / Secretary)

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