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(((H03000246295 7)))

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To:

Division of Corporations

: (850)205-0380 Fax Number

From:

: FAS-T CORP. AGENTS, INC. Account Name

Account Number: 071001002335 : (305)599-0839

Fax Number : (305)716-0346

BASIC AMENDMENT

PROCHALLENGES, CORP.

Certificate of Status	0
Certified Copy	0
Page Count	02
Estimated Charge	\$35.00



FLORIDA DEPARTMENT OF STATE Glanda E. Hood Secretary of State

August 4, 2003

PROCHALLENGES, CORP. 10770 SW 66 STREET #C-402 MIAMI, FL 33178

SUBJECT: PROCHALLENGES, CORP.

REF: P03000080499

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The current name of the entity is as referenced above. Please correct , your document accordingly.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6906.

Darlene Connall Document Specialist FAX Aud. #: H03000246295 Letter Number: 803A00044710



ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION, OF. PROCHALLENGES, CORP. MASSELT NAMES

Pursuant to the provisions of section 607.10086, Florida Statutus, this Florida profit corporation adopts the full full profit corporation adopts the articles of incorporation:

Fifth: Amendment(s) adopted (indicate article monitor(s) being amended, added or deleted

Change ARTICLE V. OFFICERS DIRECTORS:

The regree(s) and street address (es) of the ________ officer (s) and director (s), if any who shall hold the office the _______ year of the corporation's existence or until their successor (s) is (are) elected, in (are)

delete old vice president

Macel Zambrano 2588 SW 27 TH AVENUE MIAMI FLORIDA 33158

SECOND: if an amandment provides for an exchange, reclassification or cancellation of issued share, provisions for implementing the amandment if not contained in the amandment itself, are as follows.

TRUE The date of each amendment's adoption: Inty 29, 2003.

POURTH: Adoption of Amendment(s) (CHECK ONE).

The amendment(s) was/we're 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 abareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes can	n for the amendment(s) was were sufficient
for approval by	
	et group.

(.) The amendment(s) was/were adopted by the board of director without chareholder Action and shareholder action was not required.

() The amendment(s) was/were adopted by the incorporators without aberaholder action and shareholder action was reprepared.

Signed this Day of the

Signatore

ABY the Cleanmen or vice chairman of the Home of President, 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)

Francisco Foenmayor

FRESIDENT