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Florida Department of State
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Division of Corporations
Fax Number : (850)205-0380

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

LAFUENTE COOLING, INC

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La Fuente Cooling, Inc

ARTICLES OF AMENDMENT

OF

ARTICLES OF INCORPORATION

Pursuant to the provision of section 607.1006, Florida Statutes,
this 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 EIGHT (AMENDED)

*The number of directors constituting
the board of directors of the
corporation is one (1). The
name and address of each person
who is to serve as a member of
the board of director is (are):*

NAME (DELETE)

ADDRESS

Edwin Padron

*266 NW 40th CT
MIAMI FL 33126*

SECOND: IF AN AMENDMENT provides for an exchange, reclassification
or cancellation of issued shares, provisions for imple-
menting the amendment if not contained in the amendment,
itself, are as follows:

THIRD The date of each amendment's adoption 11/8/03

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 number of votes cast for the amendment(s) was/were sufficient for approval by _____"
(voting group)

X 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 incorporator(s) without shareholder action and shareholder action was not required.

Signed this 8 day of November, 2003

Signature

Adolfo La Fuente
(By the chairman or vice chairman of the Board of Directors, President or other officer if adopted by the shareholder(s))

OR

(By a director if adopted by the Directors)

OR

(By an incorporator if adopted by the incorporator(s))

Adolfo La Fuente

Typed or print name

CHAIRMAN

Title