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Division of Corporations

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BASIC AMENDMENT

BRASIL DISCOUNT MARKET, INC.

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**RESIGNATION OF OFFICER AND DIRECTOR
AFFIDAVIT**

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

BEFORE ME, the undersigned authority, personally appeared, Aziz M. Maali, who upon being first duly sworn, says the following:

1. That I, Aziz M. Maali, have resigned as President of Brasil Discount Market Inc., a Florida Corporation.
2. That the corporation has been notified in writing of the resignation.

FURTHER AFFIANT SAYETH NAUGHT.


Aziz M. Maali

Sworn to and subscribed before me this 29th day of September, 2004.
The undersigned notary public specifies that the affix signature being notarized and that affiant personally appeared before the notary at the of notarization. Affiant is personally know or has furnished know or has furnished FLA. D/L as identification.


Notary Public, State of Florida



JORGE R. LOPEZ
MY COMMISSION # DD 170023
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