

Division of Corporations

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Florida Department of State
Division of Corporations
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DIVISION OF CORPORATIONS

BASIC AMENDMENT**CITY INT'L REAL ESTATE GROUP, INC.**

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AC Amend*

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ARTICLES OF AMENDMENT OF CITY INT'L REAL ESTATE GROUP, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, City Int'l Real Estate Group, Inc., a Florida Profit Corporation, (hereinafter referred to as the "Corporation") adopts the following amendment to its Articles of Incorporation:

First- Article 5 of the Articles of Incorporation is hereby amended to read as follows:

The Officers of the Corporation shall be:

President: Clara Sotorrio
Vice President: Gloriosa Arriaga de la Cruz
Secretary: Gloriosa Arriaga de la Cruz
Treasurer: Clara Sotorrio

Whose address shall be the same as the principal addresses of the Corporation.

Second- Article 6 of the Articles of Incorporation is hereby amended to read as follows:

The Directors of the Corporation shall be:

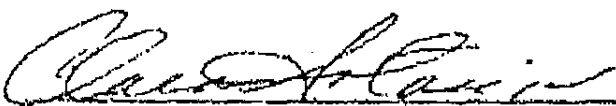
Clara Sotorrio
Gloriosa Arriaga de la Cruz

Whose addresses shall be the same as the principal address of the Corporation.

Third- This amendment was duly adopted by the sole shareholder and director of the Corporation whose vote is sufficient for approval.

The date of adoption of the amendment was January 30, 2005.

Signed, January 30, 2005.


Clara Sotorrio as President, Director and sole shareholder

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