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**BASIC AMENDMENT**  
**M & F GROUND POWER CORPORATION**

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ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

---

M & F GROUND POWER CORPORATION

---

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit 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 "I" NAME OF THE CORPORATION.**

CHANGE CURRENT NAME: M & F GROUND POWER CORPORATION

ADD NEW NAME: MF GROUND POWER CORPORATION

**ARTICLE "VII" OFFICERS AND DIRECTORS.**

ADD NEW SECRETARY: JULISSA MEJIA  
2111 EVERGLADES DRIVE  
PEMBROKE PINES, FL 33023

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

**THIRD:** The date of each amendment's adoption: August 30<sup>th</sup>, 2004

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**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

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 incorporators without shareholder action and shareholder action was not required.

Signed this 30 day of August, 2004.

Signature *Julio Mesia*  
(By the chairman or vice Chairman of the Board of Directors, President or other officer if adopted by the shareholder)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

JULIO MESIA

Typed or printed name

PRESIDENT

Title

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I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS SECRETARY OF THE ABOVE SAID CORPORATION AND I HEREBY COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

Julissa Mejia  
JULISSA MEJIA

08/30/2004  
DATE