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COR AMND/RESTATE/CORRECT OR O/D RESIGN

BETANIA BOOKSTORE CORP.

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PS 8/24/06
Amend
08/24/2006

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

BETANIA BOOKSTORE CORP.
(Present name)

Pursuant to the provisions 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 XI: New Registered Agent

ELIDA FAVELA
15040 GRANT LANE
LEISURE CITY FL 33033

Having been named as Registered Agent and to accept service of process for the above stated corporation at place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes related to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.



Registered Agent Signature

ARTICLE VIII: DIRECTORS

(DELETE) ROBERTO TINOCO

(DELETE) NORMA TINOCO

(ADD) ELIDA FAVELA as PRESIDENT
15040 GRANT LANE
LEISURE CITY FL 33033

(ADD) JOSE I GUEVARA as VICE-PRES
623 SW 1ST AVENUE
HOMESTEAD FL 33030

SECOND: If an amendment provides for an exchange, reclassification or cancellation.

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Issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

ELIDA FAVELA shall hold 50% of the shares of mentioned corporation.
JOSE I GUEVARA shall hold 50% of the shares of mentioned corporation.

THIRD: The date of each amendment's adoption: 08/24/2006

FOURTH: Adoption of Amendment(s) (check one):

- The amendment(s) was/were adopted by the incorporates without shareholder action and shareholder action was not required.
- 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 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 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)

Signed this 24th day of August 2006.

Signature



(By the 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 incorporated if adopted by the incorporates)

ELIDA FAVELA

Typed or printed name

PRESIDENT

Title