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Florida Department of State
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**BASIC AMENDMENT
CERVANTES IMPORT-EXPORT INC.**

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

February 26, 2004

CERVANTES IMPORT-EXPORT INC.
5174 NW 105 COURT
MIAMI, FL 33178

SUBJECT: CERVANTES IMPORT-EXPORT INC.
REF: P04000007369

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TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

OF
CERVANTES IMPORT-EXPORT INC.

DOC #: P04000007369

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)

The New REGISTER AGENT shall be MARCOS A CERVANTES
5174 NW 105 COURT MIAMI FLORIDA 33178

SECOND: If an amendment provides for an exchange, reclassification of 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: 02/24/2004

FOURTH: Adoption of Amendment(s)

- The amendments(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

Signed this 24th day of February 2004.


MIGUEL CERVANTES
President/ Director

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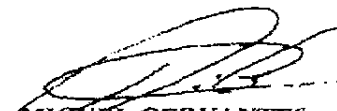
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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
CERVANTES IMPORT-EXPORT INC.

DOC # P04000007369

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


MIGUEL CERVANTES
President/ Director