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BASIC AMENDMENT
BR EXCELLENCE SERVICES, CORP.

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BR EXCELLENCE SERVICES, CORP.

(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:

February 10, 2004.

First: Amendment(s) adopted: AMENDED.

ARTICLE VI - SHAREHOLDERS

ARTICLE XVI - BOARD OF DIRECTORS

Second: The date of Adoption of the Amendments.

Thlrd: Adoption of Amendments.

H04000029701 3**First: Articles Amended****ARTICLE VI - SHAREHOLDERS**

This corporation now has two (2) Shareholder. The number of Shareholders may be increased or diminished from time to time in accordance with bylaws adopted by the stockholders. The name and address of The Subscriber of this corporation and the number of shares of stock, and the now position of the stockholders subscribe to by each person signing these Amendment of Articles of Incorporation now is:

NAME	ADDRESS	SHARES
Roberto Borba President	5464 2nd Avenue Fort Myers, FL 33907	70 %
Michael B. Da Silva Vice-President	5464 2nd Avenue Fort Myers, FL 33907	30 %

ARTICLE XVI - BOARD OF DIRECTORS

The initial Vice President, **Bruno De Freitas Sena** is no longer part of the board of directors of this Corporation. This Corporation now has two (2) Officer(s). The name and post office address of the officer, who subject to the provisions of the Corporation and the statutes of the State of Florida, shall hold office for their successors have been elected and qualified, are as follows:

NAME	ADDRESS
Roberto Borba President	5464 2nd Avenue Fort Myers, FL 33907
Michael B. Da Silva Vice-President	5464 2nd Avenue Fort Myers, FL 33907

Second: The date of adoption of the amendments.
The date of adoption of the amendments was 02/10/2004.

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Third: Adoption of Amendment.

The amendments were adopted by the shareholders.

IN WITNESS WHEREOF, the undersigned being the original subscribers to the capital stock here for the purpose of forming a corporation to do business in the State of Florida, under the laws of the State of Florida, do make and file these Amendment of Articles of Incorporation, here by declaring and certifying that the facts herein stated all true and do agree to take the number of shares herein set forth and hereunto set our hands and seals this 10th day of February, 2004.



Signature

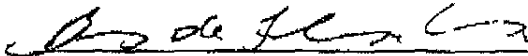
Roberto Borba
President



Signature

Michael B. Da Silva
Vice-President

The resigning officer of this corporation, resigning on this date, is:



Signature

Bruno De Freltas Sena
Vice-President