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BASIC AMENDMENT

XP TRADING INTERNATIONAL, INC

Certificate of Status	0
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7/12/2004

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF XP TRADING INTERNATIONAL, INC.

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.

The new President of this Corporation shall be:

SYLVIA SAN GIL

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 is July 9, 2004.

FOURTH: The amendments were approved by the shareholders. The number of votes cast for each amendment was sufficient for approval.

Signed this 9th day of July, 2004

SIGNATURE:

JOHNNY ZELEDON, VICE PRESIDENT

