

Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850)205-0380

From:

Account Name : PRATS, FERNANDEZ & CO.
Account Number : I19980000078
Phone : (305)444-8333
Fax Number : (305)444-8334

BASIC AMENDMENT

UNION INTERNATIONAL REALTY CORP.

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

June 11, 2004

UNION INTERNATIONAL REALTY CORP.
15137 SW 36TH ST.
DAVIE, FL 33331

SUBJECT: UNION INTERNATIONAL REALTY CORP.
REF: P04000055294

5 pages

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

If the corporation is a PROFIT corporation it must be signed by a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.

If the corporation is a NOT FOR PROFIT corporation it must be signed by the chairman or vice chairman of the board, president or other officer - if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.

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Darlene Connell
Document Specialist

FAX Aud. #: H04000123719
Letter Number: 404A00039753

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
UNION INTERNATIONAL REALTY CORP.**

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:

ARTICLE III

The principal office of the corporation shall be located at 2121 Ponce de Leon Blvd., Suite 240, Coral Gables, FL 33134. Other offices for the transaction of business may be located wherever the Directors may deem necessary or expedient.

ARTICLE VI

This corporation shall designate Gabriel Prats with offices located at 2121 Ponce de Leon Blvd., Suite 240, Coral Gables, FL 33134, as its duly authorized registered agent to be in charge of the Corporate Registered Office as required by state law. Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



Gabriel Prats

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FILED
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CLERK OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE VII

The name and post office address of the officers and the members of the Board of Directors who shall hold office of the Corporation until the successors are elected or appointed and has qualified is as follows :

BOARD OF DIRECTORS

Ivan Sherman
Director
2121 Ponce de Leon Blvd., Suite 240
Coral Gables, FL 33134

OFFICERS

Ivan Sherman
President, Secretary & Treasurer
2121 Ponce de Leon Blvd., Suite 240
Coral Gables, FL 33134

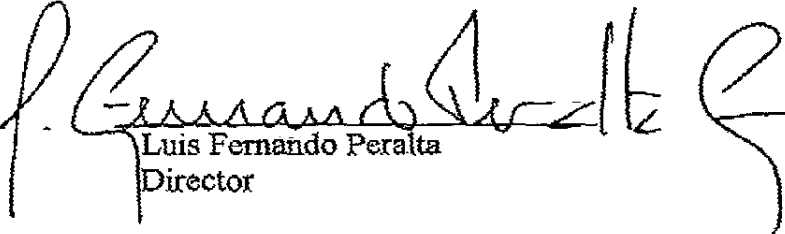
ARTICLE IX

The mailing address will be at
2121 Ponce de Leon Blvd., Suite #240
Coral Gables, FL 33134.

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There being no further business, the amendments were adopted
by the director, with no shareholder action required and not member action
or consideration executed on this 26th day of May of 2004.


Luis Fernando Peralta
Director

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