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DIVISION OF CORPORATIONS

**BASIC AMENDMENT  
CAROLLAINE CORPORATION**

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**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

**CAROLLAINÉ CORPORATION**

**(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:**

**April 11, 2004.**

**First: Amendment(s) adopted: AMENDED.**

**ARTICLE VI - SHAREHOLDERS**

**ARTICLE XVI - BOARD OF DIRECTORS**

**Second: The date of Adoption of the Amendments.**

**Third: Adoption of Amendments.**

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**First: Articles Amended**

**ARTICLE VI - SHAREHOLDERS**

This corporation now has two (2) Shareholders. 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 new position of the stockholders subscribe to by each person signing these Amendment of Articles of Incorporation now is:

<b>NAME</b>	<b>ADDRESS</b>	<b>SHARES</b>
<b>William Messias Rocha</b> President	<b>2905 Winkler Ave 707</b> Fort Myers, Florida 33916	<b>60%</b>
<b>Jose Vasquez Santiz</b> Vice-President	<b>2905 Winkler Ave 707</b> Fort Myers, Florida 33916	<b>40%</b>

**ARTICLE XVI - BOARD OF DIRECTORS**

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:

<b>NAME</b>	<b>ADDRESS</b>
<b>William Messias Rocha</b> President	<b>2905 Winkler Ave 707</b> Fort Myers, Florida 33916
<b>Jose Vasquez Santiz</b> Vice-President	<b>2905 Winkler Ave 707</b> Fort Myers, Florida 33916

**Second:** The date of adoption of the amendments.  
The date of adoption of the amendments was 05/11//2004.

**Third:** Adoption of Amendment.  
The amendments were adopted by the shareholders.

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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 11<sup>th</sup> day of May, 2004.



Signature

**William Messias Rocha**  
President



Signature

**Jose Vasquez Santiz**  
Vice-President