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DIVISION OF CORPORATIONS

BASIC AMENDMENT

ADR USA ONLINE CORP.

Certificate of Status	0
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Amend on 3-2-05

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ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

ADR USA ONLINE CORP.

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Pursuant to the provisions of section 807.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendments adopted:

ARTICLE VII - REGISTERED AGENT:

RICCARDO RIMOLDI

ARTICLE VIII - OFFICERS AND MANAGEMENT:

RICCARDO RIMOLDI

PRESIDENT

ARTICLE X - DIRECTORS:

RICCARDO RIMOLDI

PRESIDENT

SECOND: If an amendment provides for exchange, or reclassification or cancellation of issued shares, provisions for implementation the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: March 2nd, 2005.

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FOURTH: adoption of Amendments:

The amendments were adopted by the board of directors without shareholder action and shareholder action was not required.

Signed this March 2nd, 2005.



Signature

RICCARDO RIMOLDI

Typed name

PRESIDENT

Title

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



RICCARDO RIMOLDI

March 2nd, 2005
Date