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BASIC AMENDMENT

CAROLINA BRASIL INC.

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5/12/04 4:47 PM

Articles of Amendment Articles of Amendment Articles of Incorporation CAROLINA BRASIL INC. (Name of corporation as currently filed with the Florida Dept. of State) POHOGO I 6399 (Document statutes, this Florida Profit Corporation adopts the following amendment(s) to its Articles of Incorporation: NEW CORPORATE NAME (If changing): (must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," https.," or "Co.") AMENDMENTS ADOPTED (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (BE SPECIFIC) ARTICLE VII 6 THE OPPICER ARE BEING AMENDED THE NEW OPPICER ARE BEING AMENDED THE NEW OPPICER ARE BEING AMENDED THE NEW OPPICER ARE BEING AMENDED (Alach additional pages if necessary) If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)	HUHUU 109 JUS,
CAROLINA BIRASIL INC. (Name of corporation as corrently filed with the Florida Dept. of State) POHOGOGIASS (Document number of corporation (if known) Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following amendment(s) to its Articles of Incorporation: NEW CORPORATE NAME (if changing): (must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," Flue.," or "Co.") AMENDMENTS ADOPTED (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (BE SPECIFIC) ARTICLE VII a THE OPFICER ARE BEING AMENDED THE NEW OPFICER ARE 8 (ARABIA - PRESIDENT ITS NORTH BAYSHORE DE. # 24 J MIAMI FI. 33132 (Attach additional pages if accessary) If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions	Articles of Amendment
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POHOCO I 6359 (Document number of corporation (if known) Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following amendment(s) to its Articles of Incorporation: NEW CORPORATE NAME (if changing): (must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," Inc.," or "Co.") AMENDMENTS ADOPTED (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (BE SPECIFIC) ARTICLE VII 3 THE OFFICER ARE BEING AMENDED THE NEW OFFICER ARE 8 (ARCLINA CAMARA - PRESIDENT 1756 NORTH BAYSHORE DR. # 24 J MIAMIFI 33132. 6LORIA L GARCIA - SECRETARY - DIVECTOR 1756 NORTH BAYSHORE DR. # 24 J MIAMIFI 33132. (Attach additional pages if necessary) If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions	
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The date of each amendment(s) adoption: 5/12/04
Effective date if applicable: 5 12 04 (no more than 90 days after amendment file date)
Adoption of Amendment(s) (CHECK ONE)
The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
"The number of votes cast for the amendment(s) was/were sufficient for approval by
(voting group)
☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signed this 12 day of MAYO, 2004.
Signature motion and
By a director, president or other officer - if directors or officer, have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary
Typed or printed hame of person signing)
(Typed or printed hame of person signing)
PRESIDENT
(Title of person signing)

FILING FEE: \$35

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