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BASIC AMENDMENT

SM OLIVEIRA CORPORATION

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Amend
11/23/04

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ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF

SM OLIVEIRA 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:

November 22, 2004

First: Amendment(s) adopted: AMENDED.

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 XVI-BOARD OF DIRECTORS OF INCORPORATION

The number of Directors may be increased or diminished from time to time in accordance with by-laws adopted by the stockholders. The name(s) and address(es) of the director(s) of the Board of Directors NOW is (are):

<u>NAME</u>	<u>ADDRESS</u>
Silvana Matos Oliveira President	6533 Fairview St Fort Myers, FL 33912
Fablonmar G Pereira Vice-President	7610 Omni Ln 208 Fort Myers, FL 33905
Sebastian Castro Secretary	4100 March St 154 Fort Myers, FL 33901

Second: The date of adoption of the amendments.

The date of adoption of the amendments was November 22, 2004.

Third: Adoption of Amendment.

The Amendments were adopted by the shareholders.

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 November 22, 2004.



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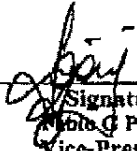
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Signature
Silvana Matos Oliveira
President



Signature
Paulo G. Pereira
Vice-President



Signature
Sebastian Castro
Secretary



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