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Division of Corporations

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BASIC AMENDMENT

CARABALLO ELECTRIC, CORP.

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JAN 12 2005

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AMENDMENT TO THE ARTICLES OF
INCORPORATION
OF
CARABALLO ELECTRIC, CORP.

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TALLAHASSEE, FLORIDA

BEFORE ME, the undersigned authority, this day personally appeared Angel Martinez & Marlene Martinez who first by me being duly sworn deposes and says:

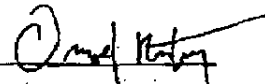
That pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

First: Be it amended that Article of Incorporation has been changed to resign Marlene Martinez as Vice-President, Treasurer and Director of the company.

Second: Be it amended that the corporation officers are hereby changed and shall hereafter be known as Angel Martinez as President, Vice-president, Treasurer, Secretary, and Director as well as 100% shareholder of the corporation.

Third: The date of the change of officers shall be effective on the date filed in the Office of the Secretary of State, Division of Corporations, State of Florida. This is adopted the 11th day of January 2005.

Fifth: The shareholders approved the amendment. The number of votes cast by the shareholders was sufficient for approval.



Angel Martinez, President