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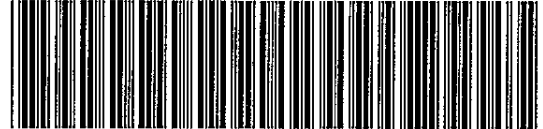
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Amend

T BROWN MAY 23 2005

EMAGRECE SIM CORPORATION ARTICLES OF AMENDMENT

KNOW ALL MEN BY THESE PRESENTS: We, the undersigned, **Dominique Bessa**, the President and **Anibal Ruocco**, the Vice President of **EMAGRECE SIM CORPORATION** declare that on March 3, 2005, the shareholders of the Corporation did adopt an amendment to the Articles of Incorporation of the Corporation as follows:

Amendments

Change of Ownership

The shareholder vote required to adopt an amendment to the Articles of Incorporation was made March 1, 2005 specific to a modification in ARTICLE VI "Officers and Directors of the Corporation". The amendment includes the following modification:

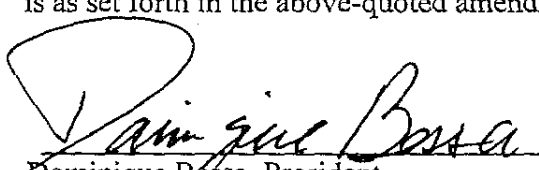
Concepcion Torres Waters is hereby appointed to the Board of Directors of EMAGRECE SIM CORPORATION and shall hold 50% of the shares and ownership in EMAGRECE SIM CORPORATION. The amount of shares owned and held by Concepcion Torres Waters is equal to 500 shares of U.S. \$1.00 par vale each.

Anibal Ruocco has voluntarily resigned as Vice President and director and holds no interest in EMAGRECE SIM CORPORATION as witnessed at FLP-SB6 and in this ARTICLE OF AMENDMENT.

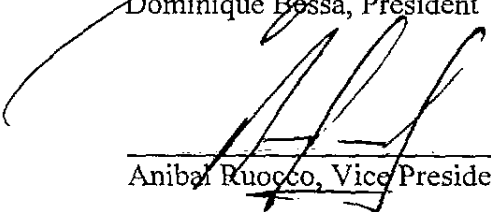
The sole officer of EMAGRECE SIM CORPORATION shall be Dominique Bessa, as President and serving on the Board of Directors. The amount of shares owned and held by Dominique Bessa is equal to 500 shares of U.S. \$1.00 par vale each.

The vote for the amendment was unanimous.

The manner in which any exchange, reclassification, or cancellation of issued shares is as set forth in the above-quoted amendment.

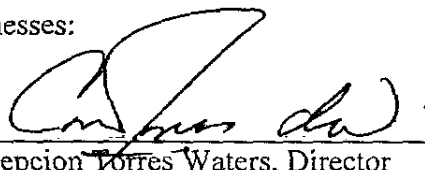

Dominique Bessa, President

03/03/2005


Anibal Ruocco, Vice President

03/03/2005

Witnesses:


Concepcion Torres Waters, Director

03/03/2005

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Certificate of President

I, Dominique Bessa, President of EMAGRECE SIM CORPORATION, a Florida Corporation, do hereby certify that all of the Directors and all of the Shareholders of said Corporation have given their written consent to the adoption of the foregoing Amendment to the Certificate of Incorporation.

WITNESS my hand and seal this the 3rd day of March 2005.

Dominique Bessa
President

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

I, *M. Marcelletti* a Notary Public in and for said County, in said State, certify that Dominique Bessa, whose name as President of EMAGRECE SIM CORPORATION, a Corporation, is signed to the foregoing Certificate and who is known to me, did certify to me on this day that the contents of Certificate are true and correct.

Given under my hand and seal this 3 day of March 2005.



M. Marcelletti
Commission #DD896092
Expires FEB. 14, 2009
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