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To:

Division of Corporations

Fax Number : (850)205-0380

From:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number: 072450003255 Phone : (305)634-3694

Fax Number : (305)633-9696

BASIC AMENDMENT

MODEGAR QUALITY, INC

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$35.00

LEB-01-5002





ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF MODEGAR QUALITY, INC P05000007861

A pursuant provision of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended added or deleted

We are adding ARTICLE VII, officers an directors:

ARTICLE VIII: Officers and directors

MODESTO R. SUAREZ (PRESIDENT) 14340 SW 103 Street Miami, FL 33186

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

THIRD: The date of each amendment's adoption:

MAN 2/ 21:21 S002-10-83:

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FOU	RTH: Adoption of Amendment(s) (CHECK ONE)
_	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) 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 ."
	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.
	31 January 2005 Signed this day of
Signati	(By the Cashman or Vice Chairman of the Board of Directors, President or other officer if suppred by the shareholders)
	OR (By a director if adopted by the directors)
	0.0
	OR .
	(By an incorporator if adopted by the incorporators)
	Modesto R. Suarez (Incorporator)
	Typed or printed name