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BASIC AMENDMENT

BELTS R US, INC.

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Amend.
FEB 15 2005

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Articles of Amendments

Of

Belts R Us, Inc.

(Document Number: P05000019117)

Article I - OFFICER ADDITION

The additional officer of the corporation shall be:

**Vice-President/Director
Andres F Marin
6800 NW 115th Avenue
Doral FL 33178**

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Article II - Effective Date

The date of these Articles of Amendments shall be effective February 15th, 2005.

Article III - Adoption Date

The date of these Articles of Amendments is adopted February 15th, 2005.

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Article IV - Corporate Meeting

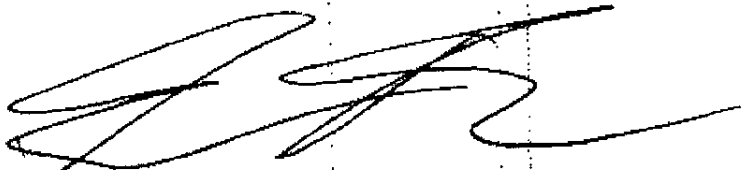
These Articles of Amendments were adopted by a meeting of the board of directors, a quorum being present.

The meeting's chairman was Sean Fahey.

These articles of amendments were approved by 100% vote of all outstanding stockholders.

Dated this 15th day of February, 2005.

Signed:



Sean Fahey, President/Director

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