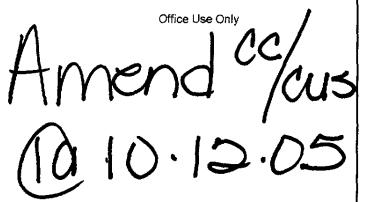
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TO:

Amendment Section

Division of Corporations

P.O. Box 6327

Tallahasse, FL 32314

NAME OF CORPORATION:

AtlasAsset Holdings and Asset Management Inc.

DOCUMENT NUMBER: P05000041115

The enclosed Articles of Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Nenette Grunberg

AtlasAsset Holdings and Asset Management Inc.

17031 Boca Club Boulevard

Suite 81B

Boca Raton, FL 33487

For further information concerning this matter, please call:

Nenette Grunberg at (561) 912 0238

Enclosed is a check for the following amount:

\$52.50 Filing Fee & Certificate of Status & Certified Copy

Articles of Amendment to Articles of Incorporation of

AtlasAsset Holdings and Asset Management Inc. Document number of corporation P05000041115

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following amendment(s) to its Articles of Incorporation:

AMENDMENTS ADOPTED-

Article II

The principal place of Business is:

17031 Boca Club Boulevard Suite 81 B Boca Raton, FL US 33487

Article IV

The number of shares the Company is Authorized to issue is:

10.000 COMMON SHARES, PAR VALUE \$1,00

250.000.000 (TWO HUNDRED FIFTY MILLION) PREFERRED SHARES (NON VOTING SHARES), PAR VALUE \$ 1,00

Article V

The name and Florida Street Adress of the Registered Agent is:

Nenette Grunberg 17031 Boca Club Boulevard Suite 81B Boca Raton, FL 33487 SOCI SHOOLO

Article VII

Karl Armin Piede, German Citizen with permanent brazilian Visa, with Adress at

Rua Santa Zita 180 Curitiba / PR 80630-260 - Brazil,

has been appointed as

President of

AtlasAsset Holdings and Asset Management Inc.

Article VIII

Valmor Felipetto, brazilian Citizen with adress at
Avda. Nossa Senhora da Luz 250
Curitiba / PR 82510-020 - Brazil

has been appointed as

Vice President and Treasurer of

AtlasAsset Holdings and Asset Management Inc.

Article IX

Nenette Grunberg, U.S. Citizen, with adress at 17031 Boca Club Boulevard Suite 81B Boca Raton, FL 33487

having been appointed a

Director of

AtlasAsset Holdings and Asset Management Inc.

The date of each amendments adoption: August 1st, 2005

Adoption of Amendments

The amendments were adopted by the board of directors without shareholder action and shareholder action was not required.

Signed this day of August 1st, 2005

Signature

Karl Armin Piede, President