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SILVE JAKY OF STATE
AND ASSEE, FLORIDA

Of Amore

Miami, Fl., May 25, 2005

FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS PO BOX 6327 TALLAHASSEE, FL 32314

RE:

ORL INTERNATIONAL TRADING, INC.

Document Number:

P05000058675

Dear Sirs:

Enclosed please find a check for \$43.75 to cover the fees for an AMENDMENT OF ARTICLES OF INCORPORATION and a Certificate Copy. Please forward copy to:

LUZ ESPITIA 131 RIVERWALK CIRLC E SUNRISE, FL 33326

Thanking you in advance for your attention.

Sincerely

LUZMARINA ESPITIA

ACCOUNTANT 954-384-8565

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

FILED 05 MAY 31 PM 1: 18 SLUNE PARY OF STATE TALLAHASSEE, FLORIDA

ORL INTERNATIONAL TRADING, INC.

PURSUANT TO THE PROVISIONS OF SECTION 607.1006., FLORIDA STATUES, THIS CORPORATION ADOPTS THE FOLLOWING ARTICLES OF AMENDMENT TO ITS ARTICLES OF INCORPORATION.

FIRST: AMENDMENT (S) ADOPTED.

CHANGE ARTICLE VI . DIRECTORES: TO REMOVE SANDRA VALLE AS PRESIDENT, AND TO ADD ADRIANA RIVAS AS PRESIDENT.

The name and address of the Director is:

ADRIANA RIVAS 15548 SW 39 STREET MIRAMAR, FL 33027

SECOND: IF AN AMENDMENTS PROVIDES FOR AN EXCHANGE, ECLASSIFICATION

OR CANCELLATION OF ISSUED SHARES, PROVISIONS FOR IMPLEMENTING THE AMENDMENT IF NOT CONTAINED IN THE

AMENDMENT ITSELF, ARE AS FOLLOWS:

THICK DAMENT TISBELL, ARE AS FOLLOWS.

THIRD: THE DATE OF EACH AMENDMENT'S ADOPTION_10-19-2004

FOURTH: ADOPTION OF AMENDMENT (S) (CHECK ONE)

THE AMENDMENT (S) WAS/WERE ADOPTED BY THE INCORPORATES WITHOUT SHAREHOLDER ACTION AND

SHAREHOLDER ACTION WAS NOT REQUIRED.

`	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 BOARD OF DIRECTORS WITHOUT SHAREHOLDER ACTION AND SHAREHOLDER ACTION WAS NOT REQUIRED.
	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 NUMBER OF VOTES CAST FOR AMENDMENT (S) WAS/WERE SUFFICIENT FOR APPROVAL	
	BY SANDRA VALLE -President
	1

Signed this <u>5/24/05</u>

O R L INTERNATIONAL TRADING, INC. P05000058675