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BASIC AMENDMENT

NORTH MIAMI 602, CORP.

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C. Coullatte MAY 23 2005

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
NORTH MIAMI 602, CORP.

FIRST: Article V: The name and address of the board of directors is amended to read as follows:

President


Teresa Borges
Carretera Vieja De Baruta
Res. Bosque Alto
Torre B, Apt 33-B
Sta. Ines - Caracas

Vice-president

Alexandro Paolo Brocco Caprili
Carretera Vieja De Baruta
Res. Bosque Alto
Torre B, Apt 33-B
Sta. Ines - Caracas

The amendment was adopted on May 18, 2005

The amendment was approved by the shareholders the number of votes cast for the amendment was sufficient for approval.



Teresa Borges President

Signed this day 18TH of May, 2005.

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