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BASIC AMENDMENT

SMILE SPACE GROUP, CORP.

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FLORIDA DEPARTMENT OF STATE Glands E. Hood Secretary of State

July 13, 2005

SMILE SPACE GROUP, CORP. 17100 COLLINS AVENUE SUITE 108 SUNNY ISLES, PL 33160

SUBJECT: SMILE SPACE GROUP, CORP. REF: P05000074256

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

If an amendment was approved by the shareholders, the date of adoption of the amendment and one of the following statements must be contained in the document:

- (1) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval.
- (2) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

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Anna Chesnut FAX Aud. #: E05000169417
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ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

SMILE SPACE GROUP, CORP.



The above named corporation bearing document number P05000074256 and pursuant to the provisions of Section 607.1006, Florida Statutes, adopts the following Articles of Amendment to its Articles of Incorporation:

First: Amendment Adopted: Resolved that Article I of the Articles of Incorporation of **SMILE SPACE GROUP, CORP.** shall be amended to reflect the change in the corporate name. The new corporate name is:

SPACE SMILE GROUP, CORP.

Second: The date of the amendment's adoption shall be July 3, 2005.

Third: The amendment was adopted by the Board of Directors without shareholder action and shareholder action was not required.

Signed this 3rd day of July 2005.

Osvaldo Alonso, Director