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Division of Corporations
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From:

Account Name : ARES & COMPANY, C.P.A., P.A.
Account Number : I200000000268
Phone : (305) 229-8256
Fax Number : (305) 229-8252

SECRETARY OF STATE
TALLAHASSEE, FL 09000

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BASIC AMENDMENT

YARN EXPRESS INC

Certificate of Status	0
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C. Coulliette JUL 28 2005

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**ARTICLES OF AMENDMENT
OF
YARN EXPRESS INC.**

Pursuant to the provisions of Section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment adopted: ARTICLE V

The name and Florida street address of the registered agent is:

ARTURO LOZANO, JR.
4784 SW 75TH AVE.
MIAMI, FL. 33155

SECOND: Amendment adopted: ARTICLE VII

The Board of Directors shall be composed by TWO (2) persons, whose names and addresses are:

ARTURO LOZANO, JR. - PRESIDENT - 100% SHAREHOLDER
16201 SW 62ND TERR.
MIAMI, FL. 33193

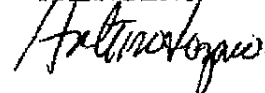
ARTURO LOZANO, SR. - SECRETARY
16201 SW 62ND TERR.
MIAMI, FL. 33193

THIRD: The date of this amendment adoption shall be July 26, 2005.
Resting Articles of Incorporation will remain unaltered.

FOURTH: The shareholder approved the amendment adopted. The number of votes cast for this amendment was sufficient for approval.

Signed this July 26, 2005.

ARTURO LOZANO, JR.
PRESIDENT



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