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BASIC AMENDMENT

BGC COMMUNICATIONS, INC.

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Articles of Amendment

Articles of Incorporation

BGC COMMUNICATIONS, INC.

Pursuant to the provisions of section 607.1006, F.S., this Florida for Profit Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: AMENDMENTS ADOPTED:

ARTICLE I: OFFICERS AND DIRECTORS.

- 1.1 Belkis Garcia, of 877 West 29th Street, Hialeah Florida 33012, has resigned all her positions in the Corporation, as well as a member of its Board of Directors and as the Registered Agent of the Corporation.
- 1.2 Niurka Martinez, of 8931 NW 148th Terrace, Miami, Florida 33018, has been named President of the Corporation, elected as a Member of its Board of Directors and appointed its Registered Agent.

ARTICLE II: REGISTERED AGENT.

2.1 - Niurka Martinez, having a business office identical with the registered office of the Corporation named above, and having been designated as the Registered Agent in the above foregoing Articles of Amendment, is familiar with the obligations of the Position of the Registered Agent under Section 607.0505, F.S., accepts the appointment and agrees to act in this capacity, further agreeing to comply with the provisions of all statutes relating to the proper and complete performance of the duties of a Registered Agent.

Nigrka Martinez

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SECOND: DATE OF ADOPTION:

These Articles of Amendment were adopted on September 7th, 2005.

THIRD: ADOPTION OF AMENDMENT.

These Articles of Amendment were adopted by a vote of the shareholders. The number of votes cast in favor of the adoption was sufficient for approval.

FOURTH: SIGNATURE.

Signed this 7th day of September, 2005.

Signature:

Printed name: Ni Urka Harrings

Title: I CESISENT