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BASIC AMENDMENT

FAGI CORP.

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9/8/2005

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF FAGI CORP.



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

FIRST: Amendment adopted:

Article VII is hereby amended to read as follows: The names and addresses of the initial directors of the corporation are as follows: William Alberto Giraldo, Francisco Acosta and Carlos Giraldo, at 2100 Ponce de Leon Blvd., Suite 600, Coral Gables, FL 33134.

Article VIII is hereby amended to read as follows: The names and addresses of the initial officers of the corporation are as follows: William Alberto Giraldo, President, Francisco Acosta, Secretary, and Carlos Giraldo, Secretary, at 2100 Ponce de Leon Bivd., Suite 600, Coral Gables, FL 33134.

SECOND:

The date of the amendment's adoption was September 8, 2005

THIRD:

Adoption of Amendment:

The amendment was adopted by the board of directors without shareholder action and shareholder action was not required.

Signed this 8th day of September, 2005.

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WILLIAM ALBERTO GIRALDO

PRESIDENT

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