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MEGA PRIME CORPORATION

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION OF
MEGA PRIME CORPORATION**

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

First: The date of filing of the articles of incorporation of MEGA PRIME CORPORATION was December 13, 2005.

Second: The following amendment to the articles of incorporation was adopted by the corporation:

ARTICLE VII of the articles of incorporation will be deleted and replaced with the following:

**ARTICLE VII
OFFICERS/DIRECTORS**

The Corporation's initial officers and directors shall be the following individuals:

Director/President/Secretary

Juan Mesa
17324 SW 138th Court
Miami, Florida 33177

Third: This amendment was adopted on October 2, 2006.

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

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IN WITNESS WHEREOF, I have made and subscribed this Amendment of the Articles of Incorporation this 2nd day of October 2006.

Helda M. Osorno
Helda M. Osorno, Director.

I HEREBY CERTIFY that on this day, before me, personally appeared Helda M. Osorno, who is well known to me to be the person described in and who executed these Articles of Amendment of the Articles of Incorporation of MEGA PRIME CORPORATION, a Florida corporation, as Director, and acknowledged before me that she executed the same freely and voluntarily for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me at the County and State last aforesaid this 2nd day of October 2006.

Carmen E. Dominguez
NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

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