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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

Auto Flex USA, Inc.

(Present name)

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:

February 13, 2006

First: Amendment(s) adopted: AMENDED.

ARTICLE XVI - BOARD OF DIRECTORS

Second: The date of Adoption of the Amendments.

Third: Adoption of Amendments.



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First: Articles Amended

ARTICLE XVI - BOARD OF DIRECTORS

This Corporation has two (02) Officers. The name and post office address of the officer, who subject to the provisions of the Corporation and the statutes of the State of Florida, shall hold office for their successors have been elected and qualified, are as follows:

NAME	ADDRESS
Luiz Fernando Crescenti	2191 N Powerline Rd Suite I
President	Pompano Beach, FL 33069
Roberto Martin Roca	2091 N Powerline Rd Suite I
Vice-President	Pompano Beach, FL 33069

Second: The date of adoption of the amendments.

The date of adoption of the amendments was February 13, 2006.

Third: Adoption of Amendment.

The Amendments were adopted by the shareholders.

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IN WITNESS WHEREOF, the undersigned being the original subscribers to the capital stock here for the purpose of forming a corporation to do business in the State of Florida, under the laws of the State of Florida, do make and file these Amendment of Articles of Incorporation, here by declaring and certifying that the facts herein stated all true and do agree to take the number of shares herein set forth and hereunto set our hands and seals this February 13, 2006.

Signature (* LUIZ F CRESCENTÍ President

Signature ROBERTO M ROCA Vice-President