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ELITE WORLD FINANCIAL GROUP, INC.

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION,
OF**

ELITE WORLD FINANCIAL GROUP, INC.

Pursuant to the provisions of §607.1006, Florida Statutes, this Florida profit corporation adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST: Amendment adopted:

Article VII.

***Perla M. Borelli
2700 S.W. 87TH Avenue, Suite B
Miami, FL 33165***

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

shall replace Dwight A. Borelli as President, Secretary, Treasurer and Director. Dwight A. Borelli hereby resigns as President, Secretary Treasurer and Director.

Dated this 6th day of June, 2006.


Dwight A. Borelli, President