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TALLAHASSEE, FLORIDA

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BEM BRASIL SPECIALTIES, INC.

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***Articles of Amendment
of
Articles of Incorporation***

**BEM BRASIL SPECIALTIES, INC.
P06000085445**

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TALLAHASSEE, FLORIDA

***Pursuant to the provision of section 607.1006, Florida Statutes, this Florida
Profit Corporation adopts the following amendment(s) to its Articles of
Incorporation:***

AMENDMENTS ADOPTED:

Article VII - Board of Directors

ARTICLE VII - BOARD OF DIRECTORS

**This corporation has from now on Two (2) Officers: The name and address of
the officers are as follow:**

Augusto C Camara President	2529 Simpson ST Fort Myers FL 33901
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Elenice C Camara Director	2529 Simpson ST Fort Myers FL 33901
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The date of each amendment(s) adoption:	07/16/2008
Effective date:	07/16/2008

Adoption of Amendments:

**The amendment(s) was/were adopted by the board of directors without
shareholder action and shareholder action was not required.**

**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**



5245 Ramsey Way Suite 4* Fort Myers, FL 33907
Phone: 239-466-8600 * Fax: 239-275-0865

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number of shares herein set forth and hereunto set our hands and seals this
July 16th, 2008.


Augusto C. Camara
President



5245 Ramsey Way Suite 4* Fort Myers, FL 33907
Phone: 239-466-8600 * Fax: 239-275-0865