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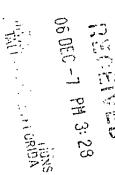
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Arrand.

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<u>Miami, FL 33145</u>	- <u>(305) 854-6000</u>	OFFICE U	SE ONLY	
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NEW FILINGS	AMENDME	NTS	. ' .	
Profit	Amendment			
NonProfit	Resignation of R.A., O	Officer/Director		
Limited Liability	Change of Registered	Agent		
Domestication	Dissolution/Withdraw	al		
Other	Merger			
OTHER FILINGS	REGISTRATION/ QUALIFICATION			
Annual Report	Foreign			
Fictitious Name	Limited Partnership	,		
Name Reservation	Reinstatement			
-	Trademark	•		
	Other			
		Examiner's l	initials	

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

PROGRESSIVE ENGINE, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST:

Article 5 of the Articles of Incorporation provides:

President:

Marcos Riveiro

Secretary:

Charles E. Wilson

Treasurer:

Brad Tolley

SECOND:

Article 5 shall be amended to state:

President:

Marcos Ribeiro

Secretary:

Charles E. Wilson

Treasurer:

Brad Tolley

whose addresses shall be the same as the principal address of the Corporation.

THIRD: Article 6 of the Articles of Incorporation states Directors as:

Brad Tolley Charles E. Wilson Marcos Riveiro

FOURTH: Article 6 of the Articles of Incorporation shall be amended to state Directors of the

Corporation as:

Brad Tolley Charles E. Wilson Marcos Ribeiro

whose addresses shall be the same as the principal address of the Corporation.

FIFTH: The date of the adoption of this amendment is the 4 December 2006.

SIXTH: The amendment was adopted by the Board of Directors. No Shareholder action was

required for adoption.

SEVENTH: This amendment shall be effective upon the filing with the Secretary of State of

Florida.

Signed this 4 December 2006

Marcos Ribeiro, Chairman of the Board of

Directors