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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ARCES CORP**

Under the provisions of F.S. 607.1006, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment adopted: ARTICLE VII DIRECTORS

This corporation shall have Two (2) directors. The number of directors may either increase or diminish from time to time by the by-laws, but shall never be less than one (1). The new director is as follows:

MARIELA GARRIGA of 1182 SW 88 NW 127TH CT Miami Florida, 33182, with a 50 % of Shares.

ROBERTO CARMONA of 5713 SW 148 PL Miami, Florida, 33193, with a 50 % of Shares.

The date of the amendment's adoption: 7/06/07

SECOND: Amendment adopted: ARTICLE VII OFFICERS

The officers of the corporation with full authority to establish a corporate bank account shall be


PRESIDENT, TREASURER AND SECRETARY: MARIELA GARRIGA of 1182 SW 88 NW 127TH CT Miami Florida, 33182.

VICE-PRESIDENT: ROBERTO CARMONA of 5713 SW 148 PL Miami, Florida, 33193

The date of the amendment's adoption: 7/06/07.

The amendments were approved by the shareholders. The number of votes cast for the amendments was sufficient for approval.

Signed on July 6th, 2007.



MARIELA GARRIGA, DIRECTOR
PRESIDENT, TREASURER AND
SECRETARY
1182 NW 127TH CT
MIAMI FLORIDA 33182