

P07000026892

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August 1, 2007

FLORIDA DEPARTMENT OF STATE
Division of Corporations

XPS COMMUNICATIONS, INC
1601 BISCAYNE BLVD
MOTOR LOBBY
MIAMI, FL 33132

SUBJECT: XPS COMMUNICATIONS, INC
REF: P07000026892

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DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF

XPS COMMUNICATIONS, 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:

August 1, 2007

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TALLAHASSEE FLORIDA

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First : Amendment(s) adopted: AMENDED.

ARTICLE V - LOCATION

ARTICLE VI - SHAREHOLDERS

ARTICLE XVI - BOARD OF DIRECTORS

Second: The date of Adoption of the Amendments.

Third: Adoption of Amendments.



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H07000191792 3**First: Articles Amended.****ARTICLE V - LOCATION**

The NEW Street, Address, City and State in which the principal office of the corporation is to be located are **2932 Crest Wood Tr - MARGATE, FL 33034**. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit

ARTICLE VI - SHAREHOLDERS

This corporation has **Four (4)** Shareholder(s). The number of Shareholders may be increased or diminished from time to time in accordance with bylaws adopted by the stockholders. The name and address of The Subscriber of this corporation and the number of shares of stock, and the new position of the stockholders subscribe to by each person signing these Amendment of Articles of Incorporation now is:

NAME	ADDRESS	SHARES
Llor Nahmani President/Director	2301 South Ocean Dr PH # 5 Hollywood, FL 33019	45%
Gustavo Machado Vice president/Direct	2932 Crest Wood Tr Margate, FL 33034	45%
Robert F Klei Secretary	3270 NW 28 Terrace Boca Raton, FL 33434	5%
Carlos R Nascimento Share Holder	1601 Biscayne Blvd. Motor Lobby Miami, FL 33132	5%

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H07000191792 3**ARTICLE XVI - BOARD OF DIRECTORS**

This Corporation has now Four (4) 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
Lior Nahmanl President/Director	2301 South Ocean Dr PH # 5 Hollywood, Fl 33019
Gustavo Machado Vice president/Director	2932 Crest Wood Tr Margate, Fl 33034
Robert F Klel Secretary	3270 NW 28 Terrace Boca Raton, Fl 33434
Carlos R Nascimento Share Holder	1601 Biscayne Blvd. Motor Lobby Miami, Fl 33132

Second: The date of adoption of the amendments.

The date of adoption of the amendments was July 30, 2007.

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 July 26, 2007.


Signature
Carlos R Nascimento
President


TAX HOUSE

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