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HARVARD RETAIL USVI CORP.

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Amend

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H07000215919

**ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION OF
HARVARD RETAIL USVI CORP.**

TO: THE FLORIDA DEPARTMENT OF STATE

P07000062408

We, the undersigned, directors of **HARVARD RETAIL USVI CORP.**, hereby certify that the following Amendment to the Articles of Incorporation was duly adopted unanimously by the above-named corporation. The adopted Amendment to the Articles of Incorporation is as follows:

Article XI, (Officers) is amended to read as follows:

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation or until their successors are elected or appointed are:

President: Henry Leace
2637 North Miami Avenue
Miami, Florida 33127

Secretary: Alberto F. Arebalo
2637 North Miami Avenue
Miami, Florida 33127

Treasurer: Javier Agüero
2637 North Miami Avenue
Miami, Florida 33127

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TALLAHASSEE, FLORIDA

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In all other respects of the Articles of Incorporation shall remain as they were prior to this Amendment being adopted. The effective date of the Amendment is August 21, 2007.

We, the undersigned, being the President and Secretary of **HARVARD RETAIL USVI CORP.**, respectively, hereby certify that the Shareholders and Board of Directors of the corporation at a joint meeting did unanimously approve and recommend on the 21st day of August, 2007, that the Articles of Incorporation of **HARVARD RETAIL USVI CORP.**, heretofore filed and approved by the Secretary of State, State of Florida, on May 24, 2007, be amended in the manner set forth above, and we did propose said amendment to the Shareholders.

IN WITNESS WHEREOF, we hereby have set our hands and seals this 21st day of August, 2007.

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By: 

Henry Leace, President

Attest: 

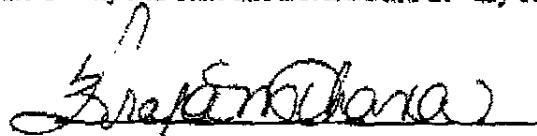
Alberto F. Arebalo, Secretary

STATE OF FLORIDA)

COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me on the 21st day of August, 2007, by Henry Leace and Alberto F. Arebalo, President and Secretary of HARVARD RETAIL USVI CORP., respectively, personally known to me or who produced the following identification FL Drivers License and acknowledged before me that they executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 21st day of August, 2007.



Notary Public, State of Florida

Raya M. Chona 8/21/07

(Print Name of Notary Public)

My Commission Expires: 8/30/2010

(Seal)



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