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AQUATIC REEF SOLUTIONS, INC.

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**AMENDMENT TO THE ARTICLES OF
INCORPORATION
OF
AQUATIC REEF SOLUTIONS, INC.**

BEFORE ME, the undersigned authority, this day personally Jose Rivas and Abelardo R Dominguez who first by me being duly sworn deposes and says:

That pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

First: Be it amended that Article VII of the Articles of Incorporation has been changed to resign Jose Rivas as Director and add Abelardo R Dominguez as Director of the corporation.

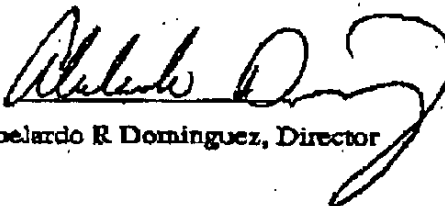
Second: Be it amended that the corporations officers are hereby changed and shall hereafter be known as Abelardo R Dominguez as Director of the corporation.

Third: Be it amended that Article VII of the Articles of Incorporation has been changed to correct the Principle, Mailing, Officers, and Registered Agents Address to 1900 N. Bayshore Drive, Suite 1511, Miami, FL 33132.

Fourth: Be it amended that the corporations Principle, Mailing, Officers and Registered Agents officers are hereby changed and shall hereafter be known as 1900 N. Bayshore Drive, Suite 1511, Miami, FL 33132.

Fifth: The date of the change of officers shall be effective on the date filed in the Office of the Secretary of State, Division of Corporations, State of Florida. This is adopted the 13th day of April 2009.

Sixth: The shareholders approved the amendment. The number of votes cast by the shareholders was sufficient for approval.


Abelardo R Dominguez, Director