

JUN. 25. 2008 7:00PM
Division of Corporations

CAPITAL CONNECTION

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PO700010.7647

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MAGNA EMPIRE GROUP, INC.

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CAPITAL CONNECTION

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NO. 7380 P. 2

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
MAGNA EMPIRE GROUP, INC.**

Pursuant to the provisions of section 607.1006 of the Florida Statutes, the above referenced Corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation:

1. The date of the filing of the Articles of Incorporation of was September 28, 2007 and assigned document number P07000107647.

2. The following Amendment to the Articles of Incorporation were adopted by the Corporation:

CHANGE OF DIRECTORS/OFFICERS:

Henry Sardinas is hereby deleted as Director and President of the Corporation.

Nohari Martinez, of 2406 SW 137 Ave, Miami, Florida 33175, shall be Director and President of the Corporation.

CHANGE OF REGISTERED AGENT/REGISTERED OFFICE/PRINCIPAL OFFICE:

Henry Sardinas is hereby deleted as the Registered Agent of the Corporation.

Nohari Martinez, shall be the new Registered Agent of the Corporation at 2406 SW 137 Ave, Miami, Florida 33175.

The Amended Articles and each Amendment described herein were approved by the shareholders. The number of votes cast for the amendments by the shareholders were sufficient for approval. The Amendments are hereby adopted and shall be effective as of the date written below.

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CAPITAL CONNECTION

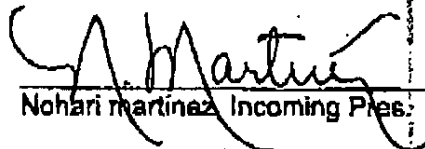
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The Amended Articles were adopted by a majority of the Corporation's Directors/Shareholders.

SIGNED, this 18 day of JUNE, 2008.


Henry Salinas, Outgoing Pres.


Nohari Martinez, Incoming Pres.

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and state that I am familiar with and accept the obligation of the position of registered agent, or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the Corporation has been notified in writing of this change.


Nohari Martinez, Registered Agent

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