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(((H07000299007 3)))



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Account Number : I2007000031

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BRAZILIAN CARNAVAL 2008, INC.

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Articles of Incorporation of

BRAZILIAN CARNAVAL 2008, INC.

(Name of corporation as currently filed with the Fiorida Dept. of State)

•	P07000131103	
	(Document number of corporation (if known)	

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following amendment(s) to its Articles of Incorporation:

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")

NEW CORPORATE NAME (if changing):

	THER THAN NAME CHANGE) Indicate Article Number(3)			
und/or Article Title(s) being amended, added or deleted: (BE SPECIFIC) ARTICLE VII OFFICERS: The officer(s) and/or director(s) of the corporation is/are: BLIVEIRA, MARCOS C PRESIDENT - 11101 HERON BAY BLVD, #4923 - TO BE CHANGED				
			ASIL, ANTONIO C DIRECTOR - 2459 NW	49 TERRACE - COCONUT CREEK, FL 33063 - TO BE CHANGED
			ASIL, DEBORA - 8055 WILES ROAD #302 - 0	CORAL SPRINGS, FL 33067 - IS TO BE ADDED.
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· ·	<u></u>			
· ·	Attach additional pages if necessary)			
an amendment provides for exchan r implementing the amondment if r	nge, reclassification, or cancellation of issued shares, provision not contained in the amendment itself; (If not applicable, indicate N			
	·			
<u>:::</u>	Constant			



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The date of each amendme	nt(s) adoption: 12/13/2007
Effective date if applicable	:
}	(no more than 90 days after amendment file date)
Adoption of Amendment(s	(CHECK ONE)
	s) was/were approved by the shareholders. The number of votes cast for by the shareholders was/were sufficient for approval.
	i) was/were approved by the shareholders through voting groups. The int must be separately provided for each voting group entitled to vote amendment(s):
"The number	of votes cast for the amendment(s) was/were sufficient for approval by
•	(voting group)
	was/were adopted by the board of directors without shareholder action ction was not required.
	was/were adopted by the incorporators without shareholder action and a was not required.
(By a	a director, president of other officer - if directors or officers have not been exted, by an accorporator - if in the hands of a receiver, trustee, or other count cointed fiduciary by that fiduciary)
	MARCOS C. OLIVEIRA
•	(Typed or printed name of person signing)
	PRESIDENT
	(Title of person signing)