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TALLAHASSEE, FLORIDA
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Amend

OCT - 8 2012

T. LEWIS

JORGE GALVEZ-PRIEGO, P.A.

LAW OFFICE

JORGE GALVEZ-PRIEGO⁽¹⁾

(1) ALSO ADMITTED IN THE DISTRICT OF COLUMBIA

MAILING ADDRESS

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October 1, 2012

AMENDMENT SECTION
DIVISION OF CORPORATIONS
Post Office Box 6327
Tallahassee, Florida 32314

Re: **FIRST AMENDMENT TO ARTICLES OF INCORPORATION
OF SCORPIO MARINE INC.**
DOCUMENT NUMBER: P10000068168
Our Office File #: 8230-101

Dear Sir or Madam:

Enclosed herewith please find the following documents:

1. **FIRST AMENDMENT TO ARTICLES OF INCORPORATION OF SCORPIO
MARINE INC.**, to be filed with the Florida Division of Corporations.

Note: The purpose is to amend Articles II, III and IV of the original Articles of
Incorporation filed on August 18th 2010.

2. Postage-paid/Self-addressed envelope, and one (1) photocopy of FIRST AMENDMENT TO
ARTICLES OF INCORPORATION OF SCORPIO MARINE INC.; kindly return one (1)
certified copy of the above referenced articles of amendment using the enclosed envelope.
3. Our check in the amount of \$ 43.75 payable to the Florida Department of State in payment of
the corresponding Filing Fee and One (1) Certified Copy.

Should you have any questions, please do not hesitate to contact the undersigned.

Very truly yours,



Jorge Galvez-Priego, Esq.

JAG:tg
Encl.

FIRST AMENDMENT TO ARTICLES OF INCORPORATION OF SCORPIO MARINE INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following amendments to its Articles of Incorporation filed on August 18, 2010 under document number P10000068168.

ADOPTED AMENDMENTS:

ARTICLES II, III and IV of the Articles of Incorporation filed on August 18th, 2010 are hereby deleted and replaced in its entirety by the following articles:

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal place of business and mailing address of the corporation is:
2655 Le Jeune Road, Ste 522, Coral Gables, Florida 33134

ARTICLE III

REGISTERED AGENT

The registered agent for the corporation is:

JUAN VICENTE URDANETA
2655 Le Jeune Road, Suite 522
Coral Gables, Florida 33134

ARTICLE IV

DIRECTORS AND OFFICERS

The corporation shall have at least one (1) Director to hold office until his earlier resignation, removal from office or death. The number of Directors may be increased or modified from time to time, but never be less than one (1) in accordance with the Bylaws of the corporation and F.S. §607.0803. In addition, pursuant to F.S. §607.08401, the same individual may simultaneously hold more than one office in a corporation. The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law. The name of the Directors of the corporation are:

<u>Title</u>	<u>Name</u>
Director	CARLOS EDUARDO MAZA ANDUZE
Director	LUIS ALEJANDRO MAZA ANDUZE
Director	PEDRO DANIEL MAZA ANDUZE
Director	AURORA YEITANI

This amendment was approved by the unanimous vote of the shareholders. The number of votes cast for the amendment by the shareholders was sufficient for approval.

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SECRETARY OF STATE

There being no further business to come before the meeting, the Director announced that the Special Meeting was **ADJOURNED**.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand this 10th day of August, 2012.

By: **SCORPIO MARINE INC.**

Signature
CARLOS EDUARDO MAZA ANDUZE
Printed Name
Title: Director

DIRECTOR'S WAIVER OF NOTICE AND APPROVAL OF RESOLUTIONS

The undersigned, Carlos Eduardo Maza Anduze, acting in his legal capacity as the Director of SCORPIO MARINE INC., do hereby waive any notice required with respect to the aforementioned meeting and ratify, approve, and confirm all of the above resolutions and actions taken at said meeting.

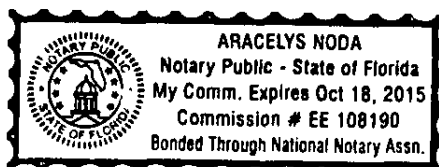
ACKNOWLEDGED AND APPROVED

Signature
CARLOS EDUARDO MAZA ANDUZE
Printed Name
Title: Director

STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE)

IN WITNESS WHEREOF, the foregoing instrument was subscribed and acknowledged before me this 10th day of August, 2012 by CARLOS EDUARDO MAZA ANDUZE, Director of SCORPIO MARINE INC., who has produced Venezuelan Passport as identification and did not take an oath.

<Public Notary Seal>



Signature
Aracelys Noda
Notary Public Signature

Printed Name: Aracelys Noda

My Commission Expires: Oct 18, 2015