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BETHEL INTERNATIONAL CORP

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION**

BETHEL INTERNATIONAL CORP

Document Number: P10000093372

(present name)

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

FIRST: Amendment(s) adopted: (indicate article number(s) being added or deleted)

ARTICLE VI BOARD OF DIRECTORS

Please add: **JOSE O VALLADARES SECRETARY**
7001 W 35TH AVE, UNIT 314
HIALEAH, FL 33018-7140

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: February 11, 2011.

Adoption of Amendment(s) (CHECK ONE)

The amendment(s) was/were approved by the shareholders. The numbers of votes cast for The amendment(s) by the shareholders was/were sufficient for approval.

The amendment(s) was/were approved by the shareholders through voting group. The following statements must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____
(voting group)"

X The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this February 11, 2011.

Signature

Carlos V.

(By a director, president or other officer if directors of officers have not been selected, by an incorporator if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Carlos V.

CARLOS D VALLADARES

(Typed or printed name of person signing)

President