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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

BLUE BELL IMPORTS, INC.

Pursuant to the provision of section 607-1006, Florida Statutes, this Florida profit corporation adopts the following article of amendment to its articles of incorporation:

FIRST: Amendment adopted:

Article VII, Officers & Directors

The purpose of this amendment is to remove the following officers:

Gustavo Lastra MGR

The purpose of this amendment is to add the following officers:

Gustavo Schoo MGR

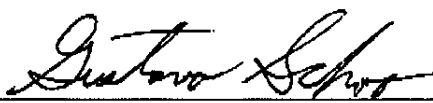
SECOND: The date of the adoption is:

July 15, 2011

THIRD: Adoption of Amendment

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

Signed the 15th day of July, 2011.

Signature: 
(Mr. Gustavo Schoo, President)

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