P15000004611

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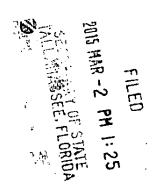
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ADR 3/5/15

COVER LETTER

TO: Amendment Section Division of Corporations

Division of Corporations				
NAME OF CORPORATION: MGM USA	MANAGEMENT	CORP		
DOCUMENT NUMBER: P1500000461	1			
The enclosed Articles of Amendment and fee are sul	omitted for filing.			
Please return all correspondence concerning this mat-	ter to the following:			
	Name of Contact Person	1		
MGM USA MANA	GEMENT COR	P		
	Firm/ Company			
12628 NW 56th STREET				
DOMPANO DE L	Address			
POMPANO BEAC	<u> </u>			
	City/ State and Zip Code			
acesar@live.com				
E-mail address: (to be use	ed for future annual report	notification)		
For further information concerning this matter, please	e call:			
LUIZ CARVALHO	at (561	, 542-0995		
Name of Contact Person		de & Daytime Telephone Number		
Enclosed is a check for the following amount made p	ayable to the Florida Depa	rrtment of State:		
■ \$35 Filing Fee	□\$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)	□\$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed)		
Mailing Address		Address		
Amendment Section Division of Corporations	Amendment Section Division of Corporations			
P.O. Box 6327	Clifton Building			
Tallahassee, FL 32314	2661 Executive Center Circle Tallahassee, FL 32301			

Articles of Amendment Articles of Incorporation

FILED

MGM USA MANAGEMENT CORP

2015 HAR -2 PM 1: 25

(Name of Corporation as currently filed with the Florida Dept. of State) P15000004611 (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; A. If amending name, enter the new name of the corporation: name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or Co.," or the designation "Corp," "Inc," or "Co". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A." B. Enter new principal office address, if applicable: (Principal office address MUST BE A STREET ADDRESS) C. Enter new mailing address, if applicable: (Mailing address MAY BE A POST OFFICE BOX) D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address: Name of New Registered Agent (Florida street address) New Registered Office Address: (Zip Code) New Registered Agent's Signature, if changing Registered Agent: I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position. Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

 $P = President; \ V = Vice \ President; \ T = Treasurer; \ S = Secretary; \ D = Director; \ TR = Trustee; \ C = Chairman or Clerk; \ CEO = Chief Executive Officer; \ CFO = Chief Financial Officer. \ If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.$

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example: X Change	PT	John Doe	
X Remove	<u>V</u>	Mike Jones	
<u>X</u> Add	<u>sv</u>	Sally Smith	
Type of Action (Check One)	Title	<u>Name</u>	<u>Addres</u> s
1) Change	S	LUIZ FLAVIO CO CARVALHO	12628 NW 56th STREET
Add	-,		POMPANO BEACH, FL
Remove			33076
2) Change	Р	MGM SERVICOS ADMINISTRATIVOS LTDA	RUA CLOVIS MACHADO 176
Add			VITORIA, ES
Remove			39050 - BRAZIL
3) Change			
Add			
Remove			
4) Change			
Add			
Remove			
5) Change			
Add			
Remove			
6) Change			
Add			
Remove			

amending or adding additional Arti tach additional sheets, if necessary).	
. ,	
M-19	
an amendment provides for an excl rovisions for implementing the amo	hange, reclassification, or cancellation of issued shares, endment if not contained in the amendment itself:
(if not applicable, indicate N/A)	

The date of each amendmen	t(s) adoption: FEBRUARY/19/2015	, if other than the
date this document was signed	i.	
Effective date if applicable:	FEBRUARY/19/2015	
	(no more than 90 days after amendment file date)	
Adoption of Amendment(s)	(CHECK ONE)	
The amendment(s) was/we by the shareholders was/w	re adopted by the shareholders. The number of votes cast for the amendment(s) ere sufficient for approval.	
	re approved by the shareholders through voting groups. The following statement ed for each voting group entitled to vote separately on the amendment(s):	
	s cast for the amendment(s) was/were sufficient for approval	
by	(voling group)	
	(voting group)	
	re adopted by the board of directors without shareholder action and shareholder	
The amendment(s) was/we action was not required.	re adopted by the incorporators without shareholder action and shareholder	
Dated_02/	19/2015	
Dated		
Signature		
(I so	By a director, president or other officer – if directors or officers have not been elected, by an incorporator – if in the hands of a receiver, trustee, or other court ppointed fiduciary by that fiduciary)	_
	LUIZ FLAVIO CO CARVALHO	
	(Typed or printed name of person signing)	
	SECRETARY	
	(Title of person signing)	