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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend.

SEP 15 2016
D CUSHING

GUSTAVO J. GARCIA-MONTES, PA

Friday, August 26, 2016

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

2333 Brickell Ave.
Suite A-1
Miami, Florida 33129
Phone: 305-666-2880
Fax: 786-662-3011
ggm@agmlawgroup.com

Re: Corrected Resolution of the Director for Merger

Dear Sir or Madam

Enclosed please find a Corrected Written Resolution of the Directors with the corrected certificate of merger. Due to a Scribner's Error, the wrong name of the surviving company was used, although the identification number for the surviving company in Mexico was used.

Should you require anything else, please don't hesitate to call or email the undersigned.

Truly Yours

/s/

Gustavo J. García-Montes, Esq.

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16 SEP 12 PM 1:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

GUSTAVO J. GARCIA-MONTES, PA

Friday, September 09, 2016

2333 Brickell Ave.

Suite A-1

Miami, Florida 33129

Phone: 305-666-2880

Fax: 786-662-3011

ggm@agmlawgroup.com

Diane C. Cushing
Senior Section Administrator
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Corrected Resolution of the Director for Merger

Dear Ms. Cushing

Enclosed please find check number 1100 in the amount of \$35.00 for the Altamira Properties Corp merger.

Should you require anything else, please don't hesitate to call or email the undersigned.

Truly Yours

/s/

Gustavo J. Garcia-Montes, Esq.

RECEIVED
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16 SEP 12 2016

ALTAMIRA ESPACIOS S.A. DE C.V., a Mexican Corporation

AND

ALTAMIRA PROPERTIES CORP., A Florida Corporation

CORRECTED WRITTEN RESOLUTION OF THE DIRECTORS

The undersigned, being all the directors of ALTAMIRA ESPACIOS S.A. DE C.V. a Mexican Corporation, and ALTAMIRA PROPERTIES CORP., a Florida Corporation, hereby:

RESOLVE THAT pursuant to Sec. 607.1107 and 607.1105 of the Florida Statutes, ALTAMIRA ESPACIOS S.A. DE C.V., a Mexican Corporation (the surviving company) enter a certificate of merger for filing, certifying that:

1. That a Prior Resolution was executed on the 6th day of January 2016.
2. That due to a Scribner's error, the wrong name of the surviving entity was used.
3. That the correct surviving entity is ALTAMIRA ESPACIOS S.A. de C.V.
4. The name and jurisdiction of formation or organization of each of the limited liability companies or other business entities which is to merge are:

<u>Name</u>	<u>Jurisdiction</u>
ALTAMIRA ESPACIOS S.A. DE C.V.	United Mexican States
ALTAMIRA PROPERTIES CORP.,	The State of Florida

5. An agreement of merger be approved and executed by each of the corporations or other business entities which is to merge.
6. The name of the surviving limited liability company be: ALTAMIRA ESPACIOS S.A. DE C.V.
7. The merger shall become effective upon filing of the relevant documents with the Department of Corporations for the State of Florida.
8. The agreement of merger be on file at a place of business of the surviving limited liability company, to be located at Gonzalez de Cosio 909, Colonia Del Valle, Delegacion Benito Juarez, Mexico City, CP 031006780, with a copy with Gustavo J. Garcia-Montes, Esq., 2333 Brickell Ave. Suite A-1, Miami FL 33129.

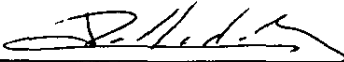
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TALLAHASSEE, FLORIDA

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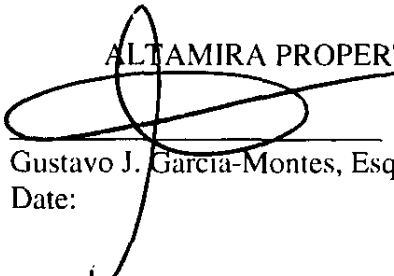
9. A copy of this agreement of merger be furnished by the surviving Corporation, on request and without cost, to any shareholder of any domestic company or any person holding an interest in any other business entity which is to merge.

ALTAMIRA ESPACIOS S.A. DE C.V.



Juan Ramon Collado-Mocelo
Date:

ALTAMIRA PROPERTIES CORP.



Gustavo J. Garcia-Montes, Esq.
Date:

CORRECTED CERTIFICATE OF MERGER

**ALTAMIRA PROPERTIES CORP., A Florida Corporation
INTO
ALTAMIRA ESPACIOS S.A. DE C.V., a Mexican Corporation**

The undersigned corporation ALTAMIRA ESPACIOS S.A. DE C.V., a Mexican Corporation, status Active, with an authorization number of A201511191632354044

DOES HEREBY CERTIFY:

FIRST: That the name and state/country of incorporation of each of the constituent corporations of the merger is as follows:

<u>NAME</u>	<u>STATE/COUNTRY OF INCORPORATION</u>
ALTAMIRA ESPACIOS S.A. DE C.V.	United Mexican States
ALTAMIRA PROPERTIES CORP.	The State of Florida, USA

SECOND: That an Agreement of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Sec. 607.1107 and 607.1105 of the Florida Statutes, and that the laws of the Country of Mexico do authorize such mergers.

THIRD: That the name of the surviving corporation of the merger is ALTAMIRA ESPACIOS S.A. DE C.V., a Mexican corporation.

FOURTH: That the Certificate of Incorporation of ALTAMIRA ESPACIOS S.A. DE C.V., a Mexican Corporation, which is surviving the merger, shall be the Certificate of Incorporation of the surviving corporation.

FIFTH: That the executed Agreement of Merger is on file at an office of the surviving corporation, the address of which is Gonzalez de Cosio 909, Colonia Del Valle, Delegacion

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Benito Juarez, Mexico City, CP 031006780, with a copy with Gustavo J. Garcia-Montes, Esq.,
2333 Brickell Ave. Suite A-1, Miami FL 33129.

SIXTH: That a copy of the Agreement of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

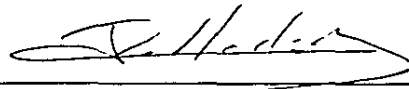
SEVENTH: The authorized capital stock of each foreign corporation which is a party to the merger is as follows:

<u>Corporation</u>	<u>Class</u>	<u>No. of Shares</u>	<u>Par value per share</u>
ALTAMIRA ESPACIOS S.A. DE C.V.	Common	500	\$500 Mexican Pesos each share

EIGHTH: That this Certificate of Merger shall be effective upon filing with the Secretary of State of Florida.

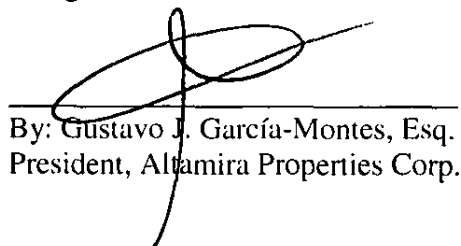
Dated: Thursday, August 25, 2016

ALTAMIRA ESPACIOS S.A. DE C.V.




By: Juan Ramon Collado Mocoelo
President

In Agreement and Consent



By: Gustavo J. Garcia-Montes, Esq.
President, Altamira Properties Corp.

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CORRECTED AGREEMENT OF MERGER

**ALTAMIRA PROPERTIES CORP., A Florida Corporation
INTO
ALTAMIRA ESPACIOS S.A. DE C.V., a Mexican Corporation**

AGREEMENT OF MERGER, dated this Thursday, August 25, 2016, pursuant to Sec. 607.1107 and 607.1105 of the Florida Statutes, between Altamira Properties Corp., a Florida Corporation and ALTAMIRA ESPACIOS S.A. DE C.V., a corporation organized under the laws of the country of Mexico.

WITNESSETH that:

WHEREAS, all of the constituent corporations desire to merge into a single corporation;

NOW THEREFORE, the corporations, parties to this Agreement, in consideration of the mutual covenants, agreements and provisions hereinafter contained do hereby prescribe the terms and conditions of said merger and mode of carrying the same into effect as follows:

FIRST: Altamira Properties Corp., a Florida Corporation, hereby merges itself into ALTAMIRA ESPACIOS S.A. DE C.V., a corporation organized under the laws of the country of Mexico, and said Altamira Properties Corp., shall be and hereby merged into ALTAMIRA ESPACIOS S.A. DE C.V., a corporation organized under the laws of the country of Mexico, which shall be the surviving corporation.

SECOND: The Certificate of Incorporation of ALTAMIRA ESPACIOS S.A. DE C.V., a corporation organized under the laws of the country of Mexico, as heretofore amended and as in effect on the date of the merger provided for in this Agreement, shall continue in full force and effect as the Certificate of Incorporation of the corporation surviving this merger.

THIRD: The manner of converting the outstanding shares of the capital stock of each of the constituent corporations into shares or other securities of the surviving corporation shall be as follows:

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(a) Each share of preferred stock and each share of common stock of the surviving corporation, which shall be issued and outstanding on the effective date of this Agreement, shall remain issued and outstanding.

FOURTH: The terms and conditions of the merger are as follows:

(a) The by-laws of the surviving corporation as they shall exist on the effective date of this merger shall be and remain the by-laws of the surviving corporation until the same shall be altered, amended and repealed as therein provided.

(b) The directors and officers of the surviving corporation shall continue in office until the next annual meeting of stockholders and until their successors shall have been elected and qualified.

(c) This merger shall become effective upon filing with the Secretary of State of Florida. However, for all accounting purposes the effective date of the merger shall be as of the close of business on December 31, 2015.

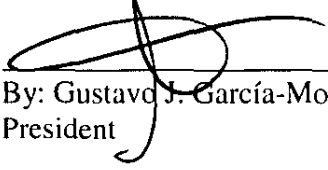
(d) Upon the merger becoming effective, all the property, rights, privileges, franchises, patents, trademarks, licenses, registrations, contracts for purchase of real estate, and other assets of every kind and description of the merged corporation shall be transferred to, vested in and devolve upon the surviving corporation without further act or deed and all property, rights, and every other interest of the surviving corporation and the merged corporation shall be as effectively the property of the surviving corporations as they were of the surviving corporation and the merged corporation respectively. The merged corporation hereby agrees from time to time, as and when requested by the surviving corporation or by its successors or assigns, to execute and deliver or cause to be executed and delivered all such deeds and instruments and to take or cause to be taken such further or other action as the surviving corporation may deem to be necessary or desirable in order to vest in and confirm to the surviving corporation title to and possession of any property of the merged corporation acquired or to be acquired by reason of or as a result of the merger herein provided for and otherwise to carry out the interest and purposes hereof and the proper officers and directors of the merged corporation and the proper officers and directors of the surviving corporation are fully authorized in the name of the merged corporation or otherwise to take any and all such action.

FIFTH: Anything herein or elsewhere to the contrary notwithstanding, this Agreement may be terminated and abandoned by the Board of Directors of any constituent corporation at any time prior to the time that this merger filed with the Secretary of State becomes effective. This Agreement may be amended by the Board of Directors of the constituent corporations at any time prior to the time that this merger filed with the Secretary of State becomes effective, provided that an amendment made subsequent to the adoption of the Agreement by the stockholders of any constituent corporation shall not (1) alter or change the amount or kind of

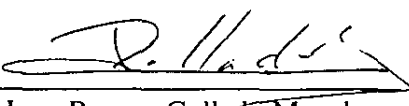
shares, securities, cash, property and/or rights to be received in exchange for or on conversion of all or any of the shares of any class or series thereof of such constituent corporation, (2) alter or change any term of the Certificate of Incorporation of the surviving corporation to be effected by the merger, or (3) alter or change any of the terms and conditions of the Agreement if such alteration or change would adversely affect the holders of any class or series thereof of such constituent corporation.

IN WITNESS WHEREOF, the parties to this Agreement, pursuant to the approval and authority duly given by resolutions adopted by their respective Boards of Directors have caused these presents to be executed by the President of each party hereto as the respective act, deed and agreement of each of said corporations, on this Thursday, August 25, 2016

ALTAMIRA PROPERTIES CORP., a Florida Corporation,


By: Gustavo J. García-Montes, Esq.
President

ALTAMIRA ESPACIOS S.A. DE C.V.


By: Juan Ramon Collado Mocoelo
President

WITNESS my hand on this Thursday, August 25, 2016

By: Juan Ramon Collado Mocelo

SWORN TO AND SUBSCRIBED before me this Thursday, August 25, 2016, by Juan Ramon Collado Mocelo , who is ____personally known to me or _XX ____who produced the following as identification: Mexican Passport

[Seal]

