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IN USION OF CORPORATION

BASIC AMENDMENT

ATLANTIC CLEANERS, INC.

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5/7/2004

(((H04000100946)))

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

ATLANTIC CLEANERS INC.

(Present name)

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

FIRST:

Amendment(s) adopted: (indicate article number(s) being amended, added or deteted)

ARTICLE VII:

(ADD)

ERNESTO SALADRIGAS

.

TREASURER

1541 SE 12 AVENUE HOMESTEAD, FL 33034

EDUARDO L. MARTINEZ shall romain as PRESIDENT MAYRA MARTINEZ shall remain as VP/SECRETARY

SECOND:

If an amendment provides for an exchange, reclassification or cancellation or cancellation 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: 05/07/04

FOUTH:

Adoption of Amendment(s) (check one):

- The amendment(s) was/were adopted by the incorporates without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- __X_ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups.

[The following statement must be separately provided for each group catified to vote separately, on the amountment(s).]

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

Signed this 7th day of May 2004.

Signature (By the Chairman of the Board of Directors, President or other officer if adopted by the shareholder's)

OR

(By a director if adopted by the directors)

OR

(By an incorporated if adopted by the incorporates)

EDUARDO MARTINEZ Typed or printed name

PRESIDENT Title