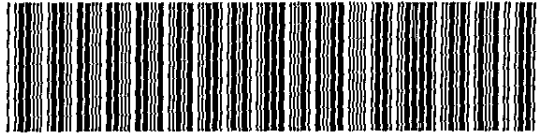


P95000068905



700022813537

ARFES MARALES & JAMES CO
1350 NW 32nd Ave
MIAMI FL 33142
SLS

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

ARIES MARBLES & TILES CORP.

(present name)

P95000068905

(Document Number of Corporation (If known))

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 amended, added or deleted)*

PRINCIPAL & MAILING ADDRESS:

DELETE: 3131 NW. 106 AVENUE
CORAL SPRINGS FLORIDA 33065

ADD: 4350 NW. 32 AVENUE
MIAMI FLORIDA 33142

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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: 8/22/03

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- 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 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)"

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 22 day of AUGUST, 2003

Signature 
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

PENA YOELVIS A.
(Typed or printed name)

PRESIDENT
(Title)