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BASIC AMENDMENT

VILLA HABANA ASSOCIATES, INC.

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO SECTION 607.1006, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION,
ADOPTED THE FOLLOWING ARTICLES TO AMEND TO ITS ARTICLES OF INCORPORATION.

THE NAME OF THE CORPORATION IS:

VILLA HABANA ASSOCIATES, INC.

AMENDMENT ARTICLE I

THE NAME OF THE CORPORATION IS CHANGED TO:

HABANA ASSOCIATES, INC.

THIS ARTICLES OF AMENDMENT WAS ADOPTED ON THE 15 DAY OF march, 2005.
THE AMENDMENT WAS APPROVED BY THE SHAREHOLDERS. THE NUMBER OF VOTES
CAST FOR AMENDMENT WAS SUFFICIENT FOR APPROVAL.


Felix Marquez
President