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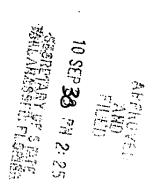
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COVER LETTER

TO: Amendment Section Division of Corporations

NAME OF COR	PORATION: G.I. AF	FILIATES, INC.		
DOCUMENT N	UMBER: P960000	37063		
The enclosed Arti	icles of Amendment and fee a	re submitted for filing.		
Please return all c	correspondence concerning this	s matter to the following:		
	M. JEFFREY ST. G	EORGE ame of Contact Person		
	ST. GEORGE & TEJ			
		Firm/ Company		
	1735 PONCE DE LE			
		Address		
	CORAL GABLES, FL	ty/ State and Zip Code		
	stg@stgeorgeandt E-mail address: (to be used	ejera.com d for future annual report notification)		
For further inform	nation concerning this matter,	please call:	·	
M. JEFFRE	Y ST. GEORGE	at (305) _444-933	0	
Name of Contact Person		Area Code & Daytime Tel	Area Code & Daytime Telephone Number	
Enclosed is a che	ck for the following amount m	ade payable to the Florida Depar	tment of State:	
\$35 Filing Fee ∴ ∴	\$43.75 Filing Fee & Certificate of Status	□ \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)	S52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed)	
Division of P.O. Box	ent Section of Corporations	Street Address Amendment Section Division of Corporations Clifton Building 2661 Executive Center Circle	e	

Tallahassee, FL 32301

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF G. I. AFFILIATES, INC.

Pursuant to the provisions of Section 607.1002 of the Florida Business Corporation Act, the undersigned Corporation adopts the following Amendment to its Articles of Incorporation:

- 1. The name of the corporation is G. I. Affiliates, Inc.
- 2. Article IV is amended to read:

The corporation is authorized to issue the following capital stock:

No. Shares	Classification	Par Value
1,000	Common	1.00

Subject to applicable Florida statutes, every Shareholder, upon the sale of any new stock of the corporation of the same kind, class or series as he or she already holds, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

- All outstanding stock certificates of the corporation shall be recalled, endorsed to the corporation for reissue, and voided. All shareholders shall be issued new certificates showing the new stated par value of the shares.
- The amendment was unanimously adopted by all Shareholders and Directors on April 15, 2004 in accordance Florida Statutes.

Dated: April 15, 2004

G. I. AFFILIATES, INC.

Victor Padilla Jr., President & Director

Preparéd by 1514 Zuleta Ave, Coral Gables FL 33146 305-665-5944 Fla Bar No: 0328227

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