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BASIC AMENDMENT

S A T INTERNATIONAL CORP.

Certificate of Status	0
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Page Count	03
Estimated Charge	\$35.00

AMEND  
REC  
7-16

(3)

H02000166501  
ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

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S A T INTERNATIONAL CORP.  
(PRESENT NAME)

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)

Article # V Directors

DELETE: EVERARDO BERREONDO  
AS PRESIDENT.

ADD: ALFREDO E. ARAGON  
AS PRESIDENT.

EVERARDO BERREONDO  
AS VICE PRESIDENT.

ADDRESS: 10841 NW 73 TERRACE  
MIAMI, FL 33178.

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.

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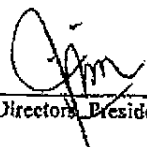
THIRD: The date of each amendment's adoption: 6-15-02

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 15<sup>th</sup> day of July, 2002

Signature \* EVERARDO BERREONDO   
(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)

EVERARDO BERREONDO  
Typed or printed name

PRESIDENT  
Title

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