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DIVISION OF CORPORATIONS

BASIC AMENDMENT

BAGGIO ENTERPRISES, INC.

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

BAGGIO ENTERPRISES, INC.

(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:

November 1st, 2000

First: Amendment(s) adopted: AMENDED.

ARTICLE VIII - BOARD OF DIRECTORS

ARTICLE IX - SHAREHOLDERS

Second: The date of Adoption of the Amendments.

Third: Adoption of Amendments.

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First: Articles Amended

ARTICLE VIII - BOARD OF DIRECTORS

This Corporation now has one (1) Officer. The name and post office address of the officers, who subject to the provisions of the Corporation and the statutes of the State of Florida, shall hold office for their successors have been elected and qualified, are as follows:

NAME

ADDRESS

Maria Cecilia Baggio President / Secretary 6595 NW 36th Street #218

Miami, FL 33166

ARTICLE IX - SHAREHOLDERS

This corporation now has one (1) Shareholder. The number of Shareholders may be increased or diminished from time to time in accordance with bylaws adopted by the stockholders. The name and address of The Subscriber of this corporation and the number of shares of stock, and the new position of the stockholders subscribe to by each person signing these Amendment of Articles of Incorporation now is:

NAME	ADDRESS	SHARES
Maria Cecilia Baggio President / Secretary	6595 NW 36th Street #218 Miami, FL 33166	100%

Second: The date of adoption of the amendments.

The date of adoption of the amendments was 11/1/2000.

Third: Adoption of Amendment.

The Amendments were adopted by the shareholders.

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IN WITNESS WHEREOF, the undersigned being the original subscribers to the capital stock here for the purpose of forming a corporation to do business in the State of Florida, under the laws of the State of Florida, do make and file those Amundment of Articles of Incorporation, here by declaring and certifying that the facts herein stated all true and do agree to take the number of shares herein set forth and hereunto set our hands and seals this Ist day of November, 2000.

The resigning officer of this corporation, resigning on this date, is: