

FROM : ELO ENTERPRISES INC
Division of Corporations

FAX NO. : 954 229 1614

Oct. 11 2004 11:07PM

P96000092333

Florida Department of State
Division of Corporations
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DIVISION OF CORPORATIONS

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BASIC AMENDMENT

COMMERCE USA, INC.

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
COMMERCE USA, INC.
P96000092883

PURSUANT TO THE PROVISIONS OF SELECTION 607.1006, FLORIDA
STATUTES, THE UNDERSIGNED CORPORATION ADOPTS THE FOLLOWING
ARTICLES OF INCORPORATION:

FIRST:

AMENDMENT ADOPTED:

1. THE NEW BOARD OF DIRECTORS:

President: JOAO MOURA CAMPOS

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 FOLLOW.

THE DATE OF EACH AMENDMENT'S ADOPTION: October 1st, 2005

ADOPTIONS OF AMENDMENTS:

 X THE AMENDMENT (S) WAS/WERE ADOPTED BY THE
INCORPORATORS OR BOARD OF DIRECTORS WITHOUT SHAREHOLDER
ACTION AND SHAREHOLDER ACTION WAS NOT REQUIRED.

 THE AMENDMENT(S) WAS/WERE APPROVED BY THE
SHAREHOLDERS. THE NUMBER OF VOTES CAST FOR THE AMENDMENT(S)
WAS/WERE SUFFICIENT FOR THE APPROVAL.

 THE AMENDMENT(S) WAS/WERE APPROVED BY THE
SHAREHOLDERS THROUGH VOTING GROUPS. (THE FOLLOWING
STATEMENT MUST BE SEPARATELY APPROVED FOR EACH VOTING
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)

SIGNED THIS:

By, 
TYPED OR PRINTED NAME: Roberto Baptista
TITLE: President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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