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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
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NAME: PENACHO CORPORATION

AUDIT NUMBER.....H97000016793

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Amendment
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TALLAHASSEE, FLORIDA

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ARTICLES OF AMENDMENT OF PENACHO CORPORATION

Penacho Corporation, a Florida corporation, hereby amends its Articles of Incorporation as follows:

This Amendment was adopted on October 8, 1997, by the Incorporator and Board of Directors without shareholder action and shareholder action was not required.

1. Article VII is hereby amended as follows:

**ARTICLE VII
BOARD OF DIRECTORS**

This Corporation shall have no less than one Director at any time. The number of Directors may be increased or diminished from time to time, by By-laws adopted by the Stockholders. The name and post office address of the member of the Board Of Directors, who, subject to the provisions of these Articles of Incorporation, the By-laws and the laws of the State of Florida shall hold office for the first year of the Corporation's existence, or until her successors are elected and shall have qualified, is as follows:

MIRTA MAGDALENA LARIOS MORENO	15476 N.W. 77th Court Suite 607 Miami, Florida 33016
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2. Article VIII is hereby amended as follows:

**ARTICLE VIII
OFFICERS**

The name and post office address of the first officers of the Corporation, who, subject to the provisions of these Articles of Incorporation, the By-laws and the laws of the State of Florida shall hold office for the first year of the Corporation's existence, or until their successors are elected and shall have qualified, is as follows:

PRESIDENT: MIRTA MAGDALENA LARIOS MORENO	15476 N.W. 77th Court Suite 607 Miami, Florida 33016
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SECRETARY: MIRTA MAGDALENA LARIOS MORENO	15476 N.W. 77th Court Suite 607 Miami, Florida 33016
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PREPARED BY:
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3. The undersigned Incorporator and Directors do make and file these Articles of Amendment of Penacho Corporation, a Florida corporation, thereby declaring and certifying that the facts herein stated are true and correct.


CARLOS HERMOSO


ALEXANDRA HERMOSO

HERMOSO\ALEXANDRA.ADT

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