7000061444

- Brito & Brito Accounting, Inc. Attn. Luis Brito

407 Lincoln Road, Suite 5-b Miami Beach, Fl. 33139

USA

Gemini Investment Group Incorporated Steve MacDiarmid, President

407 Lincoln Road, Suite 5b Miami Beach, Florida 33139 USA

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19th September 1997

Division of Corporation

Amendment to Corporate Resolution Gemini Investment Group, Inc., document number: P97000061444

Dear ladies and gentlemen,

6000023**1**8986---10/13/97--01104--001 *****35.00 *****35.00

following changes will be effective starting on the 1st day of October 1997.

- Martina Miller-Busch will no longer be SECRETARY of Gemini Investment Group, Inc.
- Gina MacDiarmid will no longer be TREASURER. of Gemini Investment Group, Inc.
- Harold Busch will no longer be VICE-PRESIDENT of Gemini Investment Group, Inc.
- Gina MacDiarmid will be assigned SECRETARY of Gemini Investment Group, Inc.
- Steve MacDiarmid will be assigned TREASURER of Gemini Investment Group, Inc.
- Gina MacDiarmid will be assigned VICE-PRESIDENT of Gemini Investment Group, Inc.

Kind regards

Corporate Seal

Steve MacDiarmid

(President)

Martina Miller-Busch

(Secretary)

POR DCT 1 6 1997

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

FILED 97 OCT 13 PM 3: 26 SECRETARY OF STATE TALLAHASSEE, FLORIDA

Gemini Investment Group 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:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article Six being amended.

Add

Gina MacDiarmid will be assigned Secretary of Gemini Investment Group, Inc. Steve MacDiarmid will be assigned Treasurer of Gimini Investment Group, Inc. Gina MacDiarmid will be assigned Vice-President of Gemini Investment Group, INc.

Delete

Marina Miller-Busch as Secretary of Gimini Investment Group, INc. Gina Macdiarmid as Treasurer of Gimini Investment Group, Inc. Harold Busch as Vice-President of Gimini Investment Group, Inc.

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:

THIRD:	The date of each amendment's adoption: 10/1/97
FOURTE	: Adoption of Amendment(s) (CHECK ONE)
2	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
C	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
	toung 5.out
C	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
Į	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signatur	Signed this day 19 of September , 19 97 (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)
	Steve MacDiarmid
	Typed or printed name
	President
	Title