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CORPORATION NAME(S)	& DOCUMENT NUMBER(S) (if known):
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NEW FILINGS	AMENDMENTS
Profit	Amendment
NonProfit	Resignation of R.A., Officer/Director
. Limited Liability	Change of Registered Agent
Domestication	Dissolution/Withdrawal
Other	Merger
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OTHER FILNGS	REGISTRATION/

Reinstatement Trademark

Other

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION

OF

CELIMAR SEAFOOD, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles o incorporation:

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

Article VIII Directors

DELETE: OLGA MACHADO, as President and Treasurer

ALEXANDER PAUL MACHADO, as Vice President and Secretary

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PM I:

ADD: DIDIER CASTRO, as President and Treasurer 6024 S.W. 8TH Street, Apt. 219, Miami, FL 33144

YUSBEL CASTRO, as Vice President and Secretary 120 S.W. 113 Court, Miami, FL 33174

Article VI New Registered Agent

ANGEL RUIZ, ESQ. 5040 N.W. 7th Street, Suite 750, Miami, FL 33126

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions of implementing the amendment if not contained in the amendment itself are as follows.

THIRD: The date of each amendment's adoption: <u>August 2, 2004</u>

FOURTH: Adoption of Amendment(s) (check one)

-D The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

 \Box The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately for each voting group entitled to vote separately on each amendment(s):

"The number of cotes cast for the amendment(s) was/were sufficient for approval

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by _____"

□ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

 \Box The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this <u>2nd</u> day of <u>August</u> . 2004. Signature: (By the Chairman or Vice Chairman of the 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) OLGA MACHADO Typed or printed name PRESIDENT/TREASUREF

Title

Having been named as registered agent and to accept service of process for the stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity.

ANGEL RUIZ, ESO., Registered Agent