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From:  
Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
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BASIC AMENDMENT

ROGERCO PETROLEUM, INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$35.00

RECEIVED  
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AMEND  
KROSA  
05/09/00 09:58:29

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ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

Rogerco Petroleum, 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 VI

The Board of directors shall consist of two members:

1. Rogelio Ojeda  
10995 SW 32 st.  
Miami, Florida 33155 (65)
2. Maria Martinez  
6776 SW 117 Ave.  
Miami, Florida 33183-2828

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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:

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THIRD: The date of each amendment's adoption: May 1, 2000

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- 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 \_\_\_\_\_ voting group
- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 1st of May, 192000

Signature

Rogelio Ojeda

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

Rogelio Ojeda

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Rogelio Ojeda

Typed or printed name

President

Title

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