

6/15/98

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FLORIDA DIVISION OF CORPORATIONS  
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FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: MABRUK, INC.

AUDIT NUMBER.....H98000011114

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 2

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*Amendment*

*6/15/98*

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DIVISION OF CORPORATIONS

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ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION OF  
MABRUK, INC.

P97000098967

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 FOR THIS CORPORATION IS:

GUILHERME H. RIBEIRO  
PRESIDENT, TREASURER & DIRECTOR

CLARITA C. CASPARY  
VICE-PRESIDENT, SECRETARY & DIRECTOR

EXPORTADORA RIO BRADIS, LTDA. -- 100% STOCK OWNERSHIP 100/xx SHARES  
DIRECTOR

PRINCIPAL & MAILING ADDRESS:  
14395 WEST DIXIE HIGHWAY  
NORTH MIAMI, FL. 33167

SECOND:

IF AN AMENDMENT PROVIDES FOR AN EXCHANGE, RECLASSIFICATION  
CANCELLATION OF ISSUED SHARES, PROVISIONS FOR IMPLEMENTING THE AMENDMENT  
IF NOT CONTAINED IN THE AMENDMENT ITSELF, ARE AS FOLLO:

THIRD:

THE DATE OF EACH AMENDMENT'S ADOPTION: JUNE 15<sup>TH</sup> 1998.

FOURTH:

ADOPTIONS OF AMENDMENTS:

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 15<sup>TH</sup> DAY OF JUNE, 1998.

BY:  MABRUK, INC.  
(Chairman or Vice-Chairman of the Board of Directors, President or other officer if adopted the shareholders)

H98000011114

Typed or printed name: GUILHERME H. RIBEIRO  
Title: INCORPORATOR \ DIRECTOR

PREPARED BY: GUILLERMO UBIETA, JR.,  
8051 NORTH WEST 36<sup>TH</sup> STREET SUITE 600, MIAMI, FL. 33166 (305) 597-4511

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