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2002 MAY 22 AM 11:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

300005597303-1-3
-05/22/02-01018-018
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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. BRAZILIAN TRADING CORP.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
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<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

C. Coulliette MAY 22 2002

Examiner's Initials

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION**

Brazilian Trading Corp.

(Present name)

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Pursuant to the provisions of section 607.1006, Florida Statutes, this 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 III: This article is being amended as follows; Roger C. Sorroche assigns or 35% to Vandelei M. Flores and 30% to Jose M. Souza Jr.

Brazilian Trading Corp.
8211 NW 64 ST
Miami, Fl. 33166

Article VI : This Article is being amended by Director, Roger C. Sorroche and assignment Vice-President to Vandelei M. Flores resident of 16851 NE 23 Ave Nort Miami Beach FL, 33160 and Treasure to Jose M. Souza Jr resident of 5741 NW 112 Ave Apt. 106 Miami FL, 33178 the board of Directors of **Brazilian Trading Corp.**

Second: The date of each amendment's adoption:
May 20th 2002

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

XXXX The amendment (s) was/were adopted by the incorporators without shareholder action and shareholder action was not require.

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

(continued)

(continued)

(continued)

The amendments(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)

Sign this day of , 2002

By :

(chairman or vice chairman of the board of directors,
president or other officer if adopted by the
shareholders)

Roger C. Sorroche

(Typed or print name)

Incorporator

President

(Title)