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2/05/98

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: FAS-T CORP. AGENTS, INC.

ACCT#: 071001002335

CONTACT: LIDIA FERNANDEZ

FAX ## (305)716-0346

PHONE: (305)599-0839

NAME: ARB INVESTMENTS, INC.

AUDIT NUMBER..... H98000002506

DOC TYPE..... BASIC AMENDMENT

CERT. OF STATUS..0 CERT. COPIES.....0 PAGES.... 2

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ARTICLES OF AMENDMENT

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ARTICLES OF INCORPORATION

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| ARB | INVESTMENTS, | INC. | |
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| | | | |

(present name)

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 anicle number(s) being amended, added or deleted)

ARTICLE V: Officers and Directors

The names and addresses of the officers and directors are:

President:

Algemiro Redondo Sr. 520 Brickell Key Drive

Suite 1021

Mlami, FL 33131

V/President:

Aurora Redondo

520 Brickell Key Drive

Suite 1021 Miami, FL 33131

Secretary/

Alex Redondo

Treasurer

520 Brickell Key Drive

Suite 1021

Miami, FL 33131

The adoption date January 29, 1998

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:

Prepared by: Carlos Garcia C.P.A.

11430 Kendall Drive, Suite 203

Miami, FL 33176 (305) 274-3254

H98000002506

| FO | URTH: Adoption of Amendment(s) (CHECK ONE) | | | |
|----|--|--|--|--|
| | The appendment(s) was/were approved by the shareholders. The number o votes cast for the smendment(s) was/were sufficient for approval. | | | |
| | The amendment(e) was/were approved by the shareholders through voting gradues. The following statement must be separately provided for each voting group er (tiled to vote septiately on the amendment(s): | | | |
| | The number of votes cast for the antendment(s) was/were | | | |
| | sufficient for approval by | | | |
| | | | | |
| | The insudment(s) was/were adopted by the board of directors without the reholder action and shartholder action was not required. | | | |
| | The amendment(s) was/were adopted by the incorporators without shareholder a gion and shareholder action was not required. | | | |
| | Signature (By the Challman of Vice Challman of the Board of Directors, President or oth 1 officer if adopted by the | | | |
| | minus (meldiore) | | | |
| | OR | | | |
| | (By a director if adopted by the directors) | | | |
| | OR | | | |
| | (By an incorporator if adopted by the incorporators) | | | |
| | | | | |
| | Carlos Garcia C.P.A. Typed or printed name | | | |
| | Original incorporator | | | |
| | Tille | | | |