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ARTICLES OF AMENDMENT

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ARTICLES OF INCORPORATION

Winfield Managment, INC

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

President: ILHAN TORTUMLU 5131 51st way, W. Palm beach, FL. 33409

Vice-President: ALI OSMAN OZTURK 5131 51st Way W. Palm beach, Fl. 33409

Secretary: Keyvan Shahrdar 7951 SW 20 st. Miam 1, FC. 33155

Treasurer: Keyvan Shahrdar

Director: Keyvan Shahrdar

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:

98 JUN -2 PM 1: (
SECRETARY OF STATE
TALLAHASSEE, FLORIU

THUR	D: 'The date of each amendment's adoption:
FOUR	Kill: Adoption of Amendment(s) (check one)
C G	The amendment(s) was/were approved by the shareholders. The number of vote ast 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 1st day of June 1998
	Signature X (By the Chairman of the Board of 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)
	Eusebio Tose Badel
	Typed or printed name
	President - director
	Title
D 41 % L1	and the same of th

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.

June 1st-1998