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BASIC AMENDMENT
ACTION SERVICE GROUP, INC.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$35.00

Amendment
08/26/02
DC

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

ACTION SERVICE GROUP, 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:

August 20, 2002

First : Amendment(s) adopted: AMENDED.

ARTICLE III - LOCATION

ARTICLE V - OFFICERS

ARTICLE VI - DIRECTORS

Second : Amendment(s) adopted: ADDED.

ARTICLE XVI - SHAREHOLDERS

Third: The date of Adoption of the Amendments.

Fourth: Adoption of Amendments.

First: Articles Amended

ARTICLE III - LOCATION

The NEW Street, Address, City and State in which the principal office of the corporation is to be located are 211 Freedom Ct - Deerfield Beach, FL 33442. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

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ARTICLE V - OFFICERS

This Corporation has three (3) Officers. The name and post office address of the officer, who subject to the provisions of the Corporation and the statutes of the State of Florida, shall hold office for their successors have been elected and qualified, are as follows:

NAME	ADDRESS
Adriano Xavier Barbosa President	211 Freedom Ct Deerfield Beach, FL 33442
Daniela Giani de Ciampo Barbosa Vice-President / Secretary	211 Freedom Ct Deerfield Beach, FL 33442
Fernando do C. Barbosa Treasurer	211 Freedom Ct Deerfield Beach, FL 33442

ARTICLE VI - DIRECTORS

The initial Director, Fernando do Carmo Barbosa, is no longer the director of this Corporation. This Corporation has no (0) Director(s).

Second: Articles Added

ARTICLE XVI - SHAREHOLDERS

This corporation has three (3) Shareholder(s). The number of Shareholders may be increased or diminished from time to time in accordance with bylaws adopted by the stockholders. The name and address of The Subscriber of this corporation and the number of shares of stock, and the new position of the stockholders subscribe to by each person signing these Amendment of Articles of Incorporation now is:

NAME	ADDRESS	SHARES
Adriano Xavier Barbosa President	211 Freedom Ct Deerfield Beach, FL 33442	51%
Daniela Giani de Ciampo Barbosa Vice-President / Secretary	211 Freedom Ct Deerfield Beach, FL 33442	48%
Fernando do C. Barbosa Treasurer	211 Freedom Ct Deerfield Beach, FL 33442	1%

Third: The date of adoption of the amendments.

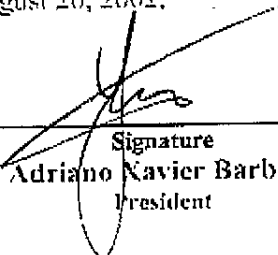
The date of adoption of the amendments was August 20, 2002.

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Fourth: Adoption of Amendment.

The Amendments were adopted by the shareholders.

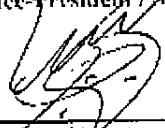
IN WITNESS WHEREOF, the undersigned being the original subscribers to the capital stock here for the purpose of forming a corporation to do business in the State of Florida, under the laws of the State of Florida, do make and file these Amendment of Articles of Incorporation, here by declaring and certifying that the facts herein stated all true and do agree to take the number of shares herein set forth and hereunto set our hands and seals this August 20, 2002.



Signature
Adriano Xavier Barbosa
President



Signature
Daniela Giani de Ciampo Barbosa
Vice-President / Secretary



Signature
Fernando do C. Barbosa
Treasurer