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SECRETARY OF STATE

BASIC AMENDMENT



Florida Department of State

Division of Corporations Public Access System Sandra B. Mortham, Secretary of State

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BASIC AMENDMENT

MERCEDE INVESTMENT GROUP INC.

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November 4, 1998

MERCEDE INVESTMENT GROUP INC. 4925A SHERIDAN STREET HOLLYWOOD, FL 33021

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

H98000020336

ARTICLES OF CORRECTION

Article I. Name

South the particular of the pa The name of this Florida corporation is Mercede Investment Group Inc. (the "Corporation").

Article II. Correction

The Articles of Incorporation of the Corporation, filed on October 27, 1998, are corrected as follows:

Article IV. Board of Directors initially listed three directors when there should be two directors. Article IV should read as follows:

Article IV. Board of Directors

The name of each member of the Corporations Board of Directors is: Nancy Mercede Sky Mercede

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Article III. Date Correction Adopted

The correction set forth in these Articles of Correction was adopted on November 4, 1998.

An authorized representative of the Corporation executed these Articles of Correction on November 4, 1998.

Mercede Investment Group Inc.

Nancy Mercede Its: President

Corporate Creations International inc. 941 Fourth Street #200 Miami Beach FL 33139 (305) 672-0686

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