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LAZARUS CORPORATE FILING SERVICE

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. BORGES PRODUCTIONS, INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<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

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DIVISION OF CORPORATION

C. Coulliette NOV 07 2001

Examiner's Initials

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

BORGESE PRODUCTS, INC

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:

FIRST: Amendment (s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE VI DIRECTORS

ADD

**ANTONIO JOSE PUCHE
318 NE 104 STREET
MIAMI, FL 33138
VICE PRESIDENT**

**ALEJANDRO BORGESE
600 NE 36 STREET # 1423
MIAMI, FL 33137
SECRETARY**

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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:

LEAVING

**OSVALDO BORGESE - PRESIDENT 33.3%
ANTONIO JOSE PUCHE - VICEPRESIDENT 33.3%
ALEJANDRO BOREGESE - SECRETARY 33.3%**

THIRD: The date of each amendment's adoption: August 20, 2001

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- ☒ The Amendment (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

- ☐ 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 November, 2001

Signature

Oswaldo Borgese
(By the Chairman or Vice 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)

Oswaldo Borgese
Typed or printed name

President
Title