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BASIC AMENDMENT

NAPOLI MARBLE & GRANITE CORPORATION

Certificate of Status	1
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Page Count	04
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Amendment

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11/15/02

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

NAPOLI MARBLE & GRANITE CORPORATION

(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:

Deerfield Beach, Florida - October 22, 2002.

First: Amendment(s) adopted: AMENDED.

ARTICLE VII - SUBSCRIBERS

ARTICLE XIII - Board of Directors

Third: The date of Adoption of the Amendments.

Fourth: Adoption of Amendments.

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First: Articles Amended**ARTICLE VII - SUBSCRIBERS**

This name and street addresses and the the number of shares of stock, subscribe to by each person signing these articles of Incorporation now are:

NAME	ADRESS	SHARES
RONALDO OLIVEIRA CHAVES President/Treasurer	427 NW 36 th Ave Deerfield Beach, FL 33442	50%
CLAUDIA MARIA CHAVES Vice-President/ Secretary	427 NW 36 th Ave Deerfield Beach, FL 33442	50%
LUCIANO M. MARTINS Director	711 SE 1 st Way # 2 Deerfield Beach, FL 33441	0%

ARTICLE XIII - Board of Directors

This corporation shall have (3) three directors. The number of Directors may be increased or diminished from time to time in accordance with by-laws adopted by the stockholders. The names and addresses or the Board Of Directors of this corporation now are:

NAME	ADDRESS
RONALDO OLIVEIRA CHAVES President/Treasurer	427 NW 36 th Ave Deerfield Beach, FL 33442
CLAUDIA MARIA CHAVES Vice-President/ Secretary	427 NW 36 th Ave Deerfield Beach, FL 33442
LUCIANO M. MARTINS Director	711 SE 1 st Way # 2 Deerfield Beach, FL 33441

Third: The date of adoption of the amendments.


The date of adoption of the amendments was 10/22/02.

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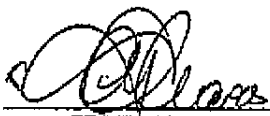
Fourth: Adoption of Amendment.

These Amendments were adopted by the Directors without shareholder action and shareholder action was not required.

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 22nd day of OCTOBER OF 2002.



RONALDO OLIVEIRA CHAVES
President/Treasurer



CLAUDIA MARIA CHAVES
Vice-President/ Secretary



LUCIANO M. MARTINS
Director