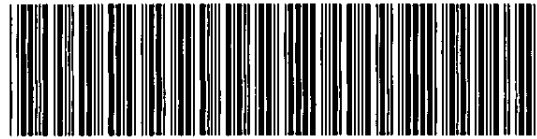


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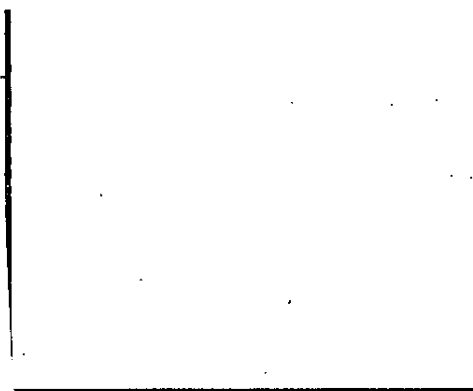
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G. Ocullette FEB 14 2008

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

1. GIRALDO ARANGO, EL RINCONCITO
(Corporation Name) (Document #)
2. PAISA III, INC.
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

Examiner's Initials

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

GIRALDO Arango, EL RINCONCITO PAISA III, INC.

P.99000047038

(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:

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

Directors shall now read as follows:

YERMIN CRISTINA GIRALDO SEGURO = PRESIDENT - *Add*
4787 SW 154th AVENUE
MIAMI, FL 33185-4429

DAYANA MARIA GIRALDO SEGURO = VICE-PRESIDENT - *Add*
4787 SW 154th AVENUE
MIAMI, FL 33185-4429

JAMES ARNOLDO GIRALDO SEGURO = TREASURER - *Add*
4787 SW 154th AVENUE
MIAMI, FL 33185-4429

JOHN SMITH GIRALDO SEGURO = SECRETARY - *Add*
4787 SW 154th AVENUE
MIAMI, FL 33185-4429

Arnoldo Giraldo - Delete

New Registered Agent

YERMIN CRISTINA GIRALDO SEGURO
4787 SW 154th AVENUE
MIAMI, FL 33185-4429

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.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

08 FEB 14 PM 1:26

APPROVED
AND
FILED

THIRD: The date of each amendment's adoption: JANUARY 15, 2008

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 for each voting group entitled to vote separately on each 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 15th day of JANUARY, 2008.

Signature * 
(By the Chairman or Vice Chairman of the 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)

YERMIN CRISTINA GIRALDO SEGURO

Typed or printed name

PRESIDENT

Title

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.


Registered Agent Signature