P990005433/ Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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From:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number: 072450003255 Phone: (305)541-3694

Fax Number : (305)541-3694 Fax Number : (305)541-3770

RECEIVED 00 NOV 29 PM 1: 24 VISION OF CORPORATIONS

BASIC AMENDMENT

FRUVEL CORPORATION

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Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

November 14, 2000

FRUVEL CORPORATION
2333 BRICKELL AVENUE, MEZZANINE SUITE
MIAMI, FL 33129

SUBJECT: FRUVEL CORPORATION

REF: P99000054331

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.

Please list a title for the new officer being added under Article VII. Article VII should also be entitled Board of Directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6906.

Darlene Connell Corporate Specialist

FAX Aud. #: H00000059487 Letter Number: 200A00058569 H00000059487

ARTICLES OF AMENDMENT TO ARTICLE OF INCORPORATION OF



FRUVEL CORPORATION

(PRESENT NAME)

Pursuant to the provisions of section 607.1006, Florida States, this 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 VII

Remove

Ana Mairena

Vice-president

508 S. W. 113 Avenue Miami, Florida 33174

Add:

Melchor Izruierdo

Vice-president

5821 Washington Street

Apt. # 32

Hollywood, Florida 33023

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:

THIRD: The date of each amendment's adoption : April 3, 2000

Ydelsy Q. Forte, P. A. 2333 Brickell Avenue Mezzanine Suite Miami, Florida 33129

FLORIDA BAR # 300993

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

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X The amendment(s) was/were approved by the shareholders. The number o votes 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 fo
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 withou shareholder action and shareholder action was not required.
Signed this day 10th of November 2000
Signature (By the Prestdent)
OR
(By a director if adopted by the directors)
OR
(By an incorporator if adopted by the incorporators)
Arturo Cortes Macias
Type or printed name
President
Title

F8UP200000H