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BASIC AMENDMENT

ATLANTIC BLUE SEA RESTAURANT INC.

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Amendment

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

ATLANTIC BLUE SEA RESTAURANT INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, 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 V: LEONCIO GUERRA DIRECTOR
5264 Bosque Ln. # 23
West Palm Beach, Fl. 33415

Article V I: LEONCIO GUERRA PRESIDENT, SECRETARY & TREASURER
5264 Bosque Ln. # 23 100 shares
West Palm Beach, Fl. 33415

REGISTERED AGENT:
LEONCIO GUERRA
5264 BOSQUE LN. #23 WEST PALM BEACH FL. 33415

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: 04-26-00

FOURTH: Adoption of Amendment(s) (check one)

(XX) 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 _____."

() 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 26 th. day of April, 2000

Signature [Signature] I, Leoncio Guerra accept responsibilities
as New registered agent.

(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)

Leoncio Guerra

Typed or printed name

President, Secretary, & Treasurer

Title