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TALLAHASSEE, FLORIDA

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TO: Division of Corporations	Ph: 954 755 3600 FAX NO: 954 755 4062
RE: Don Pan MIA	
See attached amendment along with a check for 43.75 Please send me certified copies.	

Date: November 8, 2001

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*Amend  
11-19-01  
RBS*

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\*\*\*\*\*43.75 \*\*\*\*\*43.75

**ARTICLES OF FIRST AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
Don Pan MIA, Corp.**

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**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:**

**Amendment adopted: Article V is hereby deleted in its entirety and replaced with the following:**

The number of shares which this corporation shall have authority to issue is 100 Class A shares and 100 Class B shares, having no individual stated value. Voting Rights - Class A Common Stock - The Class A Common Stockholders, in their sole and absolute discretion, shall have the sole right to vote or approve any matter that relates to or that affects The Corporation, including but not limited to right to amend the Bylaws or Articles, elect Board Members, approve the hiring of officers, approve financing matters, approve a liquidation, merger, consolidation, or approve a sale of assets whether in bulk or in part. Class B Common Stock - The Class B Common Stockholders shall not have the right to vote on any matter that relates to or affects The Corporation or the shareholders of the corporation. The only rights that Class B shall have are the right to share in all dividends and the right to the liquidation proceeds of the Corporation, as set forth below. Class B stock is not freely transferrable and no Class B shareholder shall, directly or indirectly, transfer, sell, give, hypothecate, pledge, devise by will or otherwise (hereinafter referred to as "Transfer") the Class B Shares to any Person or entity, regardless of the manner in which such Shareholder initially acquired such Class B Shares. The Corporation shall not reflect on its books any Transfer of Class B Shares to any Person or entity, and any Transfer of Class B Shares not permitted by the provisions of this Agreement shall be null and void ab initio.

Class A and Class B common Stock will share all dividends and liquidation proceeds in proportion to the ownership of Corporation (i.e., 60% for Class A/ 40% for Class B).

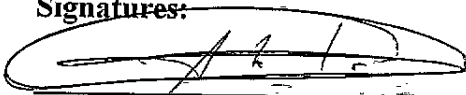
**The date of the amendment's adoption: April 2, 2000**

**Adoption of Amendment(s)**

**[x] The amendment was adopted by the Board of Directors without shareholder action and shareholder action was not required.**

**Signed and effective this 2 day of April, 2000.**

**Signatures:**



**Alvaro Gorriin, Board Member.**