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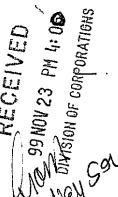
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BASIC AMENDMENT

VILLAS ENTERPRISES, INC.

Certificate of Status	0
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Page Count	01
Estimated Charge	\$35,00





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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF VILLAS ENTERPRISES, INC.

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:

ARTICLE IX Board of Directors

This Corporation shall have Two director(s). The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The name and address of the directors of this Corporation is:

Name and Address
Yvette Ibarguen, President
5250 N. W. 198th Terrace
Miami, FL 33055

Carlos Ibarguen, Vice President 5250 N. W. 198th Terrace Miami, FL 33055 99 NOV 23 PM 4:00
SECRETARY OF STATE
TAIL AHASSEE FLORINA

The Adoption of Amendment(s) was/were adopted by the board of directors on November 23, 1999 without shareholder action and shareholder action was not required.

Signed on November 23, 1999.

Signature1 '

Carlos bargien President/Director

¹This form was prepared with the assistance of CourtAccess Centers of America Inc., a non-lawyer located at 3249 W Cypress St., Suite C, Tampa, FL 33607, 813-875-1333.