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> NEW FILINGS	AMENDMENT Amendment	15		
Profit NonProfit		Resignation of R.A., Officer/Director		
. Limited Liability	Change of Registered Agent			
Domestication	Dissolution/Withdrawal			
Other	Merger			
OTHER FILINGS	REGISTRATION/ QUALIFICATION			
Annual Report	Foreign			
Fictitious Name	Limited Partnership			
Name Reservation	Reinstatement			
	Trademark			
	Other	Examiner's Initials		
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ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

· OF

ONLINE ASIA INC.

(Present name)

Doc.#_P99000087052

Pursuant to the provisions of section 607.1006, Florida Statues, 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:

Alejandro Suarez is resigning as President Director and Arsenio A. Treppo is the new President Director.

No other change has been made.

O4 DEC 20 PH 1: 35 SECRETARY OF STATE TALLAHASSEE, FLORID,

SECOND: If the amendment provides for and exchange, reclassification of cancellation of issued shares, provision for implementing the amendment if not contained In the amendment itself, are as follows:

THIRD: The date of each amendment adoption: 12/15/2004
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 provided for each voting group entitle to vote separately on the 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 was not required.
Signed this 15 day of December 2 004
Signature X 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 and incorporator if adopted by the incorporators)
Alejandro Suarez
Type or print 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

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, I further agree to comply with the provisions of all statues related to the proper and complete performance of my duties, and I am familiar with, and accept the obligations my position as Registered Agent.

Signature