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BASIC AMENDMENT

AMERYSUR CORP.

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Prepared By:
Mark E. Roussio, Esq.
ROTH, ROUSSIO & BENJAMIN, P.A.
3440 Hollywood Blvd, Ste 360
Hollywood, FL 33021
Tel: (305) 466-0022

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
AMERYSUR CORP.

Pursuant to the provisions of Section 607.1006, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

RESOLVED THAT:

FIRST: THE FOLLOWING SHALL BE THE NEW ADDRESS OF THE AFOREMENTIONED CORPORATION:

Felipe Barsky, Director
666 71st Street
Miami Beach, FL 33141

SECOND: THE FOLLOWING SHALL BE REMOVED AS REGISTERED AGENT OF THE AFOREMENTIONED CORPORATION:

Daniel J. Serber, Esq.
Turnberry Plaza, Suite 801
2875 N.E. 191st Street
Aventura, FL 33180

THIRD: THE FOLLOWING SHALL BE THE NEW REGISTERED AGENT OF THE AFOREMENTIONED CORPORATION:

Alan A. Lips
666 71st Street
Miami Beach, FL 33141

FOURTH: THE DATE OF THE AMENDMENT'S ADOPTION WAS FEBRUARY 9th, 2001.

FIFTH: THE AMENDMENT WAS ADOPTED BY THE BOARD OF DIRECTORS WITHOUT SHAREHOLDER ACTION AND SHAREHOLDER ACTION WAS NOT REQUIRED.

Signed this February 9th, 2001.

AMERYSUR CORP.
a Florida corporation

Felipe Barsky
Felipe Barsky, Director

I hereby am familiar with the duties and responsibilities as registered agent for said corporation.

Alan A. Lips
Alan A. Lips / Gerson, Preston & Company, PA.
Registered Agent.

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