P990011713

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SECRETARY OF STATETALL AHASSEE, FLORIDA

AJR 109 4/15/09 March 30, 2009

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re.: Quintal & Associates, Inc., #P99000111713 a Florida Corporation

Gentlemen:

Enclosed find copy of Articles of Amendment to the Articles of Incorporation of Quintal & Associates, Inc. Our check for \$35.00 is enclosed. Please process the amendment effective April 03, 2009.

Regards,

Juăn Quintal

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.enclosures

ARTICLES OF AMENDMENT TO QUINTAL & ASSOCIATES, INC. SECRETARY OF STATE TALLAHASSEE. FLORIDA

FILED 2009 APR 10 AM 8: 36

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following amendment(s) to its articles of Incorporation:

Article 3 - PRINCIPAL OFFICE

The address of the principal office of this Corporation is located at 4905 SW 74 CT, Miami, Florida 33155 and the mailing address is P.O. Box 431650, Miami, FL 33243-1650.

Article 7 - CORPORATE CAPITALIZATION

The aggregate number of shares which the Corporation has the authority to issue is TEN MILLION Shares (10,000,000), of which SEVEN MILLION FIVE HUNDRED THOUSAND (7,500,000) shall be common shares with a par value of One Dollar (\$1.00); and TWO MILLION FIVE HUNDRED THOUSAND (2,500,000) shall be preferred shares with a par value of One Dollar (\$1.00).

1. Common Stock

- 1a. All holders of shares of common stock shall be identical with each other in every respect and the holders of common shares shall be entitled to have unlimited voting rights on all shares and be entitled to one vote for each share on all matters on which Shareholders have the right to vote.
- 1b. All holders of shares of common stock, upon the dissolution of the Corporation, shall be entitled to receive the net assets of the Corporation.
- 1c. No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature, provided; however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

1d. The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the Bylaws of the Corporation.

1e. The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or charging the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

2. Preferred Stock

The preferred stock may be divided into one or more series or classes, with each series separately designated so as to distinguish the shares thereof from the shares of all other series or classes. The Board of Directors is authorized to divide the preferred stock into one or more series or classes, by adoption of supplementary sections or amendments to the articles of incorporation, having the relative rights, preferences and limitations as may from time to time be determined by the Board of Director. Without limiting the generality of the foregoing, the Board of Director(s) is authorized to fix and determine:

- 2a. The number of shares which shall constitute the series and the designation of such shares:
- 2b. The rate and the time at which dividends on that series shall be paid, whether dividends shall be cumulative and the participating or other special rights, if any, with respect to dividends;
- 2c. The voting powers full or limited, if any, of shares of such series;
- 2d. Whether the shares of such series shall be redeemable and, if so, the price(s) at which, and the terms and conditions on which, such shares may be redeemed and the terms and amount of nay sinking fund or purchase fund, if any, for the purchase or redemption of that series;
- 2e. The amount(s) payable upon the shares of such series in the event of voluntary or involuntary liquidation, dissolution, or winding up the Corporation;

2f. The terms upon which the holder of any series may convert their shares into any class or classes;

2g. The price or the consideration for which the shares of such series shall be issued; and 2h. Whether the shares of such series which are redeemed or converted shall have the status of authorized but unissued shares of serial preferred stock and whether such shares may be reissued as shares of the same or any other series of serial preferred stock.

Each share of each series of serial preferred stock shall have the same relative rights as and be identical in respects with all the other shares of the same series.

Article 18 - MANAGEMENT OF CORPORATION BY DIRECTORS

Management of the Corporation shall be carried out by the Board of Directors; however, the day to day affairs shall be carried out by the officers of the corporation as identified in the Bylaws.

<u>Article 19 - MEETING BY CONFERENCE TELEPHONE</u>

Shareholders, Officers, and Directors of the Corporation may participate in special or regular meetings of said individuals by means of conference telephone as provided by law.

The foregoing amended articles were adopted by a majority of the shareholders at a meeting specially called for that purpose on March 30, 2009; following their earlier recommendation by board of directors, and the number of votes cast by the shareholders was sufficient for approval.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 30 day of March, 2009.

WITNESS

Juan Quintal, Director