S06265

Florida Department of State

Division of Corporations

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BASIC AMENDMENT

MATPETROL, INC.

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

MATPETROL, INC.

S06265
Document number of Corporation

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

AMENDMENTS ADOPTED:

Article IX (Deleted)

The name and address of the initial registered agent, registered office, and principal office of this corporation shall be:

LUIS VIDAL, ESQ.
1840 West 49th Street Suite 105
HIALEAH, FLORIDA 33012

Article IX (Added)

The name and address of the new registered agent, registered office, and principal office of this corporation shall be:

ROY ROBY
175 FONTAINEBLEAU BLVD. SUITE 2-J2A
MIAMI, FLORIDA 33172

Article X (Deleted)

This corporation shall have one (1) Director initially. The number of directors may be either increased or decreased, from time to time, by action in accordance with the provisions of the Bylaws. The name and address of the initial Director of the Corporation is:

ERWIN CARABALLO
7758 N.W. 53RD STREET
MIAMI FL 33166

Article X (Added)

The Board of Directors shall consist of a total of two persons and the names of the persons who are to serve as directors are:

OFFICER'S TITLE	NAME	ADDRESS
President	ROY ROBY	11451 NW 68TH TERRACE Miami Fl 33178
Vice-President Secretary	JERRY ROBY	425 High Point Blvd Apt C Delray Beach, Fl 33445

ROY ROBY

JERRY ROBY

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment (s): **July 13, 2005**

FOURTH: Adoption of Amendment(s) (check one)

____ The amendment (s) was/were approved by the shareholders. The number of votes cast for the amendments(s) was/were sufficient for an approval.

____ The amendment (s) was/were approved by the shareholders through voting groups.

[The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s).]

"The number of votes cast for the amendments(s) was/were sufficient for approval by____________________________."(Voting group)

_X__ The amendment (s) was 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 and shareholder action was not required.

Signed this 13 day of July 13, 2005

By Erwin Caraballo

(By a director, president or other officer- if directors or officers have not selected, by an incorporator- if in the hands of a receiver, trustee or other court appointed fiduciary, by that fiduciary.)

ERWIN CARABALLO
President

(Continued)

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 REGISTER AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS MY POSITION AS REGISTERED AGENT.

ROY ROBY
Register Agent