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BASIC AMENDMENT

K2K CORPORATION

Certificate of Status	0
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*Amendment  
6/15/04*

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ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

## ***K2K CORPORATION***

(Present name)

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:

June 10, 2004.

First: Amendment(s) adopted: AMENDED.

ARTICLE VI - SHAREHOLDERS

ARTICLE XVI - BOARD OF DIRECTORS

Second: The date of Adoption of the Amendments.

Third: Adoption of Amendments.

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**H04000125615 3****First: Articles Amended****ARTICLE VI - SHAREHOLDERS**

This corporation NOW has TWO (2) Shareholders. The number of Shareholders may be increased or diminished from time to time in accordance with bylaws adopted by the stockholders. The name and address of The Subscriber of this corporation and the number of shares of stock, and the new position of the stockholders subscribe to by each person signing these Amendment of Articles of Incorporation now is:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
Marco Sigfrid Sinicco President/Treasurer	Rua Belgica, 284 Sao Paulo - SP - Brazil	50%
Dong Soo Koo President/Secretary	Rua Manoel Ramos Paiva 429 apt 116 - Sao Paulo - SP - Brazil	50%

**ARTICLE XVI - BOARD OF DIRECTORS**

This Corporation NOW has TWO (2) Officers. The name and post office address of the officer, who subject to the provisions of the Corporation and the statutes of the State of Florida, shall hold office for their successors have been elected and qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Marco Sigfrid Sinicco President/Treasurer	Rua Belgica, 284 Sao Paulo - SP - Brazil
Dong Soo Koo President/Secretary	Rua Manoel Ramos Paiva 429 apt 116 - Sao Paulo - SP - Brazil

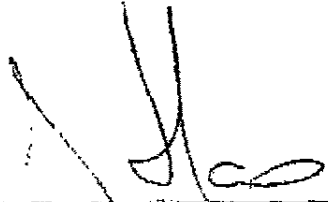
**Second: The date of adoption of the amendments.**  
The date of adoption of the amendments was 05/18/2004.

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**Third: Adoption of Amendment.**

The amendments were adopted by the shareholders.

IN WITNESS WHEREOF, the undersigned being the original subscribers to the capital stock here for the purpose of forming a corporation to do business in the State of Florida, under the laws of the State of Florida, do make and file these Amendment of Articles of Incorporation, here by declaring and certifying that the facts herein stated all true and do agree to take the number of shares herein set forth and hereunto set our hands and seals this 22<sup>nd</sup> days of May, 2004.

  
\_\_\_\_\_  
Signature  
Marco Sigfrid Sinicco  
President/Treasurer

  
\_\_\_\_\_  
Signature  
Dong Soo Koo  
President/Secretary