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Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
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**BASIC AMENDMENT**

**STAR MARBLE USA, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$43.75

AMEND  
11/27

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ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

STAR MARBLE USA, INC. (P98000040175)

(present name)

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Pursuant to the provisions of section 607.1006, Florida Statutes, 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 IV-CAPITAL STOCK - Amended to read:

The corporation is authorized to issue 10,000 shares of \$1.00 per value designated "Common Shares." The corporation issued the following shares:

Marmoles Torremar, SL. ....	3,500	Shares
Marin Gimenez, SL. ....	3,500	Shares
Alfonso Marin Nunez. ....	3,000	Shares

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 adoption: November 1, 2002

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 entitled 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 and shareholder action was not required.

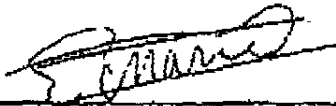
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Signed this 25 day of November, 2002

Signature   
(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 an incorporator if adopted by the incorporators)

Alfonso Marin  
Typed or printed name

Shareholder, Director & President

Title

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