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334801
July 9, 2001

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
TELEPHONE: (305) 379-0400
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VIA FEDERAL EXPRESS

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

**Re: Reinstatement Application and Articles of Amendment for Miami Distributors, Inc.
Our File No. 644045**

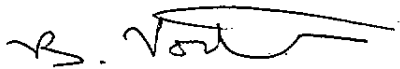
Ladies and Gentlemen:

Enclosed please find the following documents in connection with the reinstatement of Miami Distributors, Inc. and the change of its corporate name to Miami Distributors South, Inc.:

1. Reinstatement Application for Miami Distributors, Inc., together with a check in the amount of \$1,800.00 payable to the Department of State in payment of the reinstatement fee.
2. Articles of Amendment to the Articles of Incorporation of Miami Distributors, Inc. filed in connection with the change of its corporate name to Miami Distributors South, Inc., together with a check in the amount of \$35.00 payable to the Department of State in payment of the filing fee.

Please let me know if you have any questions regarding the enclosures.

Very truly yours,



Bernardo A. Portuondo

cc: Mr. Mario Fernandez, President
Miami Distributors South, Inc.

*NC Amend
7-16-01
BNS*

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
MIAMI DISTRIBUTORS, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Miami Distributors, Inc., a Florida corporation, adopts the following Articles of Amendment to its Articles of Incorporation pursuant to the provisions of Section 607.1006, Florida Statutes.

**ARTICLE I
AMENDMENTS TO ARTICLES OF INCORPORATION**

1. Article I of the Articles of Incorporation of the corporation is hereby amended in its entirety to provide as follows:

“The name of the corporation is: Miami Distributors South, Inc.”

2. The second sentence of Article VII of the Articles of Incorporation of the corporation is hereby amended in its entirety to provide as follows:

“The number of directors may be increased or decreased from time to time by bylaws adopted by the stockholders, but shall never be less than one (1).”

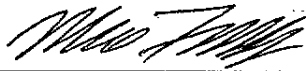
**ARTICLE II
DATE OF ADOPTION**

This amendment to the Articles of Incorporation of the corporation was adopted on June 28, 2001.

**ARTICLE III
ADOPTION BY SHAREHOLDERS**

This amendment to the Articles of Incorporation of the corporation was approved by the shareholders of the corporation and the number of votes cast for the amendment by the shareholders was sufficient for approval.

IN WITNESS WHEREOF, the undersigned officer of the corporation has executed these Articles of Amendment on this 28 day of June, 2001.



Mario Fernandez, President