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TO: DIVISION OF CORPORATIONS FAX #: (850)922-4000  
FROM: EMPIRE CORPORATE KIT COMPANY ACCT#: 072450003255  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694 FAX #: (305)541-3770

NAME: MOISES JEWELRY, INC.  
AUDIT NUMBER.....H97000018511  
DOC TYPE.....BASIC AMENDMENT  
CERT. OF STATUS..0 PAGES..... 2  
CERT. COPIES.....0 DEL.METHOD.. FAX  
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TALLAHASSEE, FLORIDA

*Amendment*  
*11/7/97*  
*D*

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

November 7, 1997

MOISES JEWELRY, INC.  
1 N.E. 1TH ST.  
METRO MALL BLDG #4  
MIAMI, FL 33132

SUBJECT: MOISES JEWELRY, INC.  
REF: K53058

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The date of adoption of each amendment must be included in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6908.

Teresa Brown  
Corporate Specialist

FAX Aud. #: R97000018511  
Letter Number: 397A00053832

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ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
MOISES JEWELRY, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: Mr. Alexander Greenhauff has been appointed Vice-President and Mr. Carlos M. Rubiera has resigned as Vice-President.

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: 11/04/97

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

The amendment(s) was/were adopted by the incorporators or board of directors without shareholder action and the shareholder action was not required.

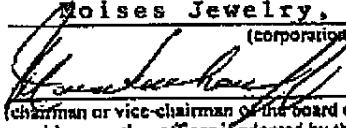
The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

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 Unanimous Decision  
(voting group)

Signed this 4 day of November, 1997.

By Moises Jewelry, Inc.  
(corporation name)  
  
(chairman or vice-chairman of the board of directors,  
president or other officer if adopted by the share holders)  
(a director of incorporator if adopted by the directors or incorporators)  
Moises Greenhauff  
(typed or printed name)  
President  
(title)

JOSE NAE  
3899 NW 7<sup>TH</sup> STREET SUITE 203  
MIAMI, FL 33126  
(305) 541-3980

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