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October 8, 2001

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: VILLA URQUIZA, INC.

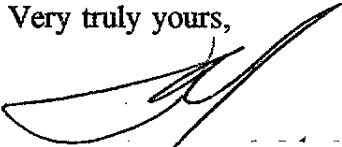
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*****35.00 *****35.00

Dear Sir or Madam:

Enclosed please find Articles of Amendment to Articles of Incorporation of VILLA URQUIZA, INC., for proper filing, along with check in the amount of \$35.00, payable to Department of State.

Thank you for your cooperation on this matter.

Very truly yours,



JUAN E. VALDES, ESQ.
JEV/cc
Enclosures

FILED
01 OCT 11 PM 12:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
10-17-01
MRS

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED

01 OCT 11 PM 12:58

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VILLA URQUIZA; INC.

(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:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE V, SHALL BE AMENDED AS FOLLOWS:

The street address of the registered office and the name of the Registered Agent of this corporation shall be:

OFELIA VILLALBA 2903 N.E. 163 St., #609
North Miami, FL 33160

ARTICLE VI, SHALL BE AMENDED AS FOLLOWS:

The Board of Director shall consist of at least one person and the name and address of the director and officer of the corporation is:

OFELIA VILLALBA President, Secretary, Treasurer, and Director
2903 N.E. 163 St., #609
North Miami, FL 33160

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: September 20, 2001

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.

Signed this 20th day of September, ~~19~~ 2001

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)

OFELIA VILLALBA

Typed or printed name

PRESIDENT

Title

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT

OF

ARTICLES OF INCORPORATION

OF

VILLA URQUIZA, INC.

RE: VILLA URQUIZA, INC.

I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT FOR THE ABOVE CORPORATION.



OFELIA VILLALBA
2903 N.E. 163 ST., #609
NORTH MIAMI, FL 33160

DATED: 10/8, 2001