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To:
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Fax Number : (850) 205-0380

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
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Fax Number : (305) 672-9110

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

BASIC AMENDMENT
AMERICAN DIESEL POWER, INC.

Certificate of Status	0
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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
AMERICAN DIESEL POWER, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation is American Diesel Power, Inc., a Florida corporation, (the "Corporation").
2. Article I of the Articles of Incorporation of the Corporation is revised to change the name of the Corporation to the following: "IT'S A SMALL WORLD LEARNING CENTER V, INC., a Florida corporation."
3. Article IX of the Articles of Incorporation of the Corporation is deleted in its entirety and replaced with the following:

"The names and addresses of the members of the Board of Directors and the officers who shall hold office for the year 2002 or until their successors are elected or appointed and have qualified, are as follows:

BOARD OF DIRECTORS

- (i) MARLENE QUINTANA
4810 SW 198 Terrace
Ft. Lauderdale, Florida 33332
- (ii) GISELA SALAS
4839 SW 148TH Avenue #410
Ft. Lauderdale, Florida 33330

OFFICERS

MARLENE QUINTANA	PRESIDENT / TREASURER
GISELA SALAS	VICE-PRESIDENT / SECRETARY

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4. This Amendment was recommended by the Board of Directors of the Corporation's shareholders on February 21, 2002.

5. This Amendment was approved by the holders of a majority of the Corporation's common stock, which is the only group of the Corporation's shareholders entitled to vote on the Amendment, and the number of votes in favor of the Amendment was sufficient for approval.

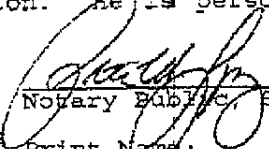
IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be executed on this 21 day of February, 2002.

AMERICAN DIESEL POWER, INC., a
Florida corporation

By: 
RALPH SALAS, SECRETARY

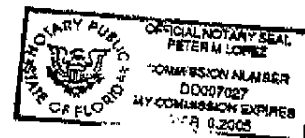
STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 21 day of February, 2002 by RALPH SALAS, as Secretary of American Diesel Power, Inc., a Florida corporation, on behalf of the Corporation. He is personally known to me and did not take an oath.


Notary Public, State of Florida

Print Name: _____

Commission No. _____



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