

PO1000116933

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

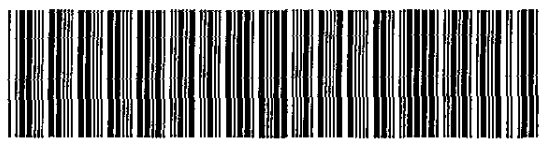
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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Amend

02/24/03--01018--023 **35.00

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03 FEB 24 11:10
STATE CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
03 FEB 24 PM 4:04
STATE CORPORATIONS
TALLAHASSEE, FLORIDA

RF
02/24/03

OFFICE USE ONLY(DOCUMENT #)

LAZARUS CORPORATE FILING SERVICE

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MIAMI, FLORIDA (305)552-5973

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. PALACIOS AND ASSOCIATES, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

- Walk in Pick up time 2:00 Certified Copy
- Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

**ARTICLE OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PALACIOS AND ASSOCIATES, Inc.
Present Name**

FILED
03 FEB 24 PM 4: 04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PO1000116933
(Document Number of Corporation if Known)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adapts the following articles of amendment to its articles of incorporation:

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

ARTICLE II - The Principal place of business address:
2655 Le Jeune Road, Suite 700
Miami, Florida 33134

ARTICLE IV- Capital Stock
This Corporation is authorized to issue One million (1,000,000) shares of common stock at Two cents par value (0.02 ^ USD), which shall be designated as "Common Shares".

ARTICLE V- The name and Florida street address of the registered agent is:
Ray A. Palacios Registered Agent
2655 Le Jeune Rd., Suite 700
Miami, Florida 33134

ARTICLE VII - The officer(s) and/or director(s) of the corporation is/are:

<u>Name</u>	<u>Address</u>
Ray Palacios/President	2655 Le Jeune Rd, Suite 700 Miami, Florida 33134
M. Mario Perez/Secretary/Treasurer	2655 Le Jeune Rd., Suite 700 Miami, Florida 33134

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provision for implementing the amendment if not contained in the amendment itself, are as follows:

ARTICLE IV- Capital Stock
This Corporation is authorized to issue One million (1,000,000) shares of common stock at Two cents par value (0.02 ^ USD), which shall be designated as "Common Shares".

THIRD: The date of each amendment's adoption: *February 18th, 2003*

FOURTH: Adoption of Amendment(s) (Check One)

The amendments were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval.

The amendments 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 amendments:*

"The number of votes cast for the amendments were sufficient for approval by _____."
(Voting Group)

The amendments were adopted by the Board of Directors without shareholders action and shareholders action was not required.

The amendments were adopted by the incorporators without shareholders action and shareholders action was not required.

Signed this 21st of February of 2003.

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)

Ray A. Palacios

(Typed or printed name)

President

(Title)