

PO2000080489

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From: Account Name : FAS-F CORP. AGENTS, INC.
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BASIC AMENDMENT
U.S. SOUTHERN UNION CORP.

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

November 13, 2003

U.S. SOUTHERN UNION CORP.
2903 NE 163 STREET APT 205
NORTH MIAMI BEACH, FL 33160

SUBJECT: U.S. SOUTHERN UNION CORP.
REF: P02000080489

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 current name of the entity is as referenced above. Please correct your document accordingly.

PLEASE RETAIN THE OFFICER/DIRECTOR RESIGNATION. IT IS A SEPARATE DOCUMENT WITH IT'S OWN FEE. THE AMENDMENT ITSELF WILL DELETE GERARDO LA REGINA.

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) 245-6880.

Karen Gibson
Document Specialist

FAX Aud. #: H03000316574
Letter Number: 403A00061821

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Articles of Amendment
to
Articles of Incorporation.
of
US SOUTHERN UNION CORP.
(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)

Change ARTICLE V - OFFICER AND DIRECTOR

The name (s) and street address (es) of the officer and directors of this corporation is (are):

NAME	ADDRESSES	Position
Maria Elena Nigra	2903 ne 163 street # 205 North Miami Beach, Florida 33160	President
Alejandro Baima	2903 ne 163 street # 205 North Miami Beach, Florida 33160	Vice-President
Roberto Baima	2903 ne 163 street # 205 North Miami Beach, Florida 33160	Director

SECOND: if an amendment provides for an exchange, reclassification or cancellation of issued share, provisions for implementing the amendment if no contains in the amendment itself, are as follows:

THIRD: The date of each amendment (s) adoption: 09/18/2003

FOURTH: Adoption of Amendment(s) (CHECK ONE).

The amendment(s) was/ were approved by the shareholders. The number of vote 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 amendments(s) was/were adopted by the board of director without shareholder Action and shareholder action was not required.

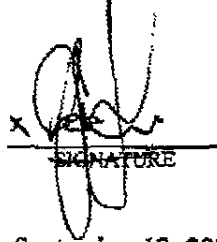
() The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

SIGNED THIS 12 Day of Nov 2003.

U.S. SOUTHERN UNION CORP.

Gerardo La Regina
TYPED OR PRINTED NAME

President
TITLE


SIGNATURE

Sworn to and subscribed before me this September 18, 2003.

Notary Public