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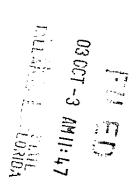
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## FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

September 23, 2003

LATINOS USA RIGOBERTO AREVALO 9056 N. MILITARY TRAIL STE E-F PALM BEACH GARDENS, FL 33410

We are in receipt of your check. However, because no cover letter was included, your check is returned as we have no way of knowing what your check is for. If you will return your check along with a request specifying what it is that you need, your request will be promptly handled.

Should you have any questions regarding this matter you may contact our office at (850) 245-6053.

Brooke Goode Certification

Letter No. 403A00052333

## LATINO'S USA ENTERPRISES CORPORATION 9056 N MILITARY TRAIL, SUITE E-F PALM BEACH GARDENS, FL., 33410

September 29th., 2003

Florida Department of State Division of Corporations P O Box 6327 Talllahassee, Fl., 32314

Attn.: Brooke Goode

Genntlemen:

We are enclosing the Form for Amendment to Articles of Incorporation together with a check for \$43.75 to cover the fees and a certification for the change of Directors as shown in the amndment form.

Will you please take a note record the changes and mail the certification to our address in Palm Beach Gardens.

Sincerely,

Rigoberto Arevalo Vice-President

Rigoberto Drevo lo

Enclosures

## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

 LATINO'S USA, ENTERPRISE CORPORATION
<b>,</b>
(present name)
PO3000082732
(Document Number of Corporation (If known)

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)

TO APPOINT MR. RIGOBERTO AREVALO AS VICE-PRESIDENT AND MRS. DORIS

CASTANEDA AS TREASURER STARTING SEPTERMBER 1ST., 2003

03 OCT -3 MII: 47

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 1ST., 2003
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)
Z	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 1ST day of SEPTEMBER 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)
	Elsie Zaldumbide (Typed or printed name)
	Popsident