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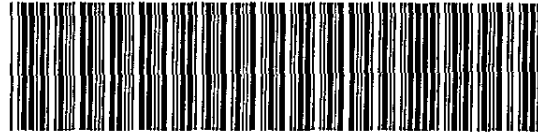
(Business Entity Name)

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TALLAHASSEE, FLORIDA

Amend.
Jgm
2/23/04

MAZZA-MARTINEZ & ASSOC., P.A.

Attorneys at Law.
780 NW 42 Ave., Suite 420
Miami, Florida 33126

Ph: (305) 446-5353. Fax: (305) 461-4272 tmazza6326@aol.com

February 12, 2004

Sirs.
DIVISION OF CORPORATION
PO BOX 6327
TALLAHASSEE, FL 32314

ARTICLES OF AMENDMENT TO
ARTICLES OF ORGANIZATION
INVERSIONES SAVANNAH, INC.

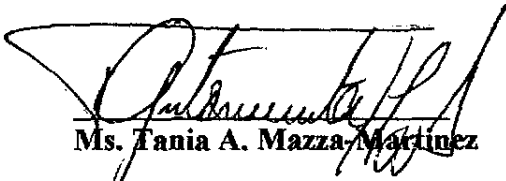
Dear Sirs:

Enclosed please find Articles of Amendment to Articles of Incorporation in the referenced corporation to be filed.

We will appreciate if you can send us any notification and or communication to our address at:

MAZZA-MARTINEZ & ASSOC., P.A.
P.O. BOX 565490
MIAMI, FLORIDA 33256-5490

Sincerely yours,



Ms. Tania A. Mazza-Martinez

TMM/lt

Enclosures

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
INVERSIONES SAVANNAH, INC.**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

The articles to be amended is Articles VII. This Article will be amend as following:

ARTICLE VII:

This article will read as follows:

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


Luis A. Rivero 15815 SW 103 Lane Miami, FL 33196 US	President
Antonio D'Agrosa 15815 SW 103 Lane Miami, FL 33196 US	Vice President
Tania C. Rivero 15815 SW 103 Lane Miami, FL 33196 US	Director
Tania L. Filardo 15815 SW 103 Lane Miami, FL 33196 US	General Manager

SECOND: The date of each amendment's adoption was made on February 12, 2004.

THIRD: The adoption of Amendment's:

- The amendment of the article of incorporation was approved by Board of Directors. The number of votes cast for the amendment was sufficient for approval. No shareholders action is required.

Signed this 12 day of February, 2004.



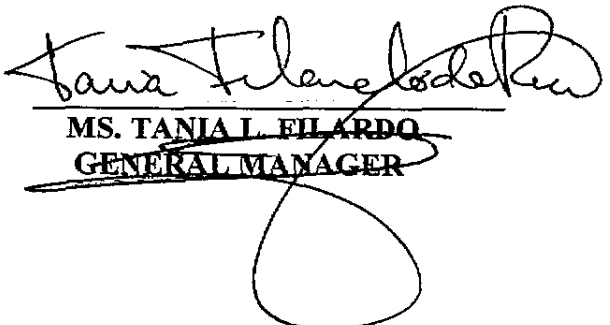
MR. ANTONIO D'AGROSA
PRESIDENT



MR. LUIS A. RIVERO
DIRECTOR



MS. TANIA C. RIVERO
VICE PRESIDENT



MS. TANIA L. FILARDO
GENERAL MANAGER