

P94000086599

Florida Department of State
Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

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*****35.00 *****35.00

July 21, 2000

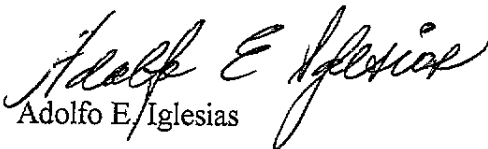
Please find the information requested on the letter of instruction;

Any correspondence should be mailed to:

Lord & Iglesias Accounting Services, Inc.
13501 S.W. 128th Street
Miami, Florida 33186

I am the registered agent of the corporation. Please, do not hesitate to call me should you need further assistance. My telephone number is: 305.254-1099.

Best regards;


Adolfo E. Iglesias

00 AUG 11 PM 12: 22
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

T. LEWIS AUG 11 2000



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 28, 2000

ADOLFO E. IGLESIAS
LORD & IGLESIAS ACCOUNTING SERVICES, INC
13501 S.W. 128TH STREET
MIAMI, FL 33186

SUBJECT: ALTA TOURS IMP & EXP, INC.
Ref. Number: P94000086599

We have received your document for ALTA TOURS IMP & EXP, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

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) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 800A00041171

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
FOR
ALTA TOURS IMP & EXP. INC.

00 AUG 11 PM 12:22
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ALTA TOURS IMP & EXP., INC., a Corporation of the State of FLORIDA whose registered office is located at 7277 N.W. 12TH STREET, MIAMI FL 33126, certifies pursuant to the provisions of state law, that at a meeting of the stockholders of said Corporation called for the purpose of amending the Articles of Incorporation, and held on July 18, 2000, it was resolved by the vote of the holders of an appropriate majority of the shares of each class entitled to vote that ARTICLES V & VI of the Articles of Incorporation are to be amended to read as follows:

ARTICLE V - REGISTERED AGENT

The name and street address of the Registered Agent of the Corporation shall be:

EPITACIO C. NETO
5230 NW. 109TH AVENUE
MIAMI, FLORIDA 33178

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased Or diminished from time to time by the bylaws, but shall never Be less than one (1). The current director of this corporation shall be:

Director: **EPITACIO C. NETO**
5230 NW. 109TH AVENUE
MIAMI, FLORIDA 33178

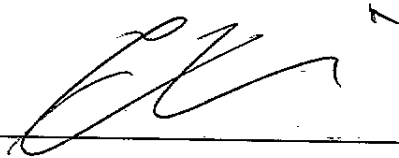
President: **EPITACIO C. NETO**
(Owner of 100% of all shares)
5230 NW. 109TH AVENUE
MIAMI, FLORIDA 33178

The number of votes cast by the shareholders was sufficient for approval.

This amendment was adopted on July 18, 2000.

Signed on July 18, 2000

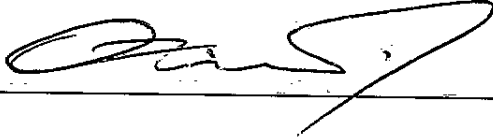
Signature _____



Epitacio C. Neto
Printed Name

Director/President/Register Agent
Title

Signature _____



Luiz Alan Ribeiro

Printed Name

Ex Director/Officer

Title

The name and address of the registered agent office is:

EPITACIO C. NETO
5230 N.W. 109 Th. Ave.
Miami, Fl 33178

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature



Date

08/4/00