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TO: DIVISION OF CORPORATIONS

(850) 922-4000

FROM: RITA SALCINES

075350000406

CONTACT: RITA M SALCINES

PHONE: (305)443-1872

(305) 447-0276

NAME: SIMARA CORPORATION

AUDIT NUMBER..... H98000000233

DOC TYPE..... BASIC AMENDMENT

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PAGES..... 2

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FLORIDA DIVISION OF CORPORATIONS

PUBLIC ACCESS SYSTEM ELECTRONIC FILING COVER SHEET

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DIVISION OF CORPORATIONS TO:

(850)922-4000

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

January 15, 1998

SIMARA CORPORATION 2000 ISLAND BLVD SUITE 304 AVENTURA, FL 33160

SUBJECT: SIMARA CORPORATION

REF: P97000096697

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 word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

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) 487-6906.

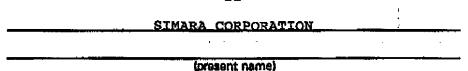
Darlene Connell Corporate Specialist FAX Aud. #: H98000000233 Letter Number: 098A00002475 H98000000233

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF



Pursuant to the provisions of section 607.1006, Florida Statutes, this 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)

ARTICLE FIVE: 1001 Brickell Bay - Suite 1712 Miami, Fl. 33131

New Registered Agent/Office: Divaldo Salvador De Souza 1001 Brickell Bay - Suite 1712 Miami, Fl. 33131

ARTICLE SIX:

<u>Delete</u> the name of Paulo Sergio Rosa (Vice President) 2000 Island Blvd. - Suite 304, Aventura, Fl. 33160

<u>Change</u> the address of Divaldo Salvador De Souza (Pres) to: 1001 Brickell Bay - Suite 1712 Miami, Fl. 33131

ACCEPTANCE OF NEW REGISTERED AGENT:

I, DIVALDO SALVADOR DE SOUZA, the undersigned, having been designated as Registered Agent in the above and foregoing Articles of Incorporation, do hereby accept such designation and agree to comply with the Laws of the State of Florida relative thereto.

DIVALDO SALVADOR DE SOUZA, Registered Agent

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:

This document prepared by Rita Salcines (305) 443-1872 2827 SW 18 St., Miami, Fl. 33145

H98000000233

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TBI	IRD: The date of each amendment's adoption: 12/31/97						
FO	URTH: Adoption of Amendment(s) (check one)						
赵	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)						
	•						
	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 31st day of December , 19 97 .						
	Signature (By the Chairman or Vice Challeson of the Board of Directors.						
	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if a copied by the shareholders)						
	OR (By a director If adopted by the directors)						
	OR						
	(By an incorporator if adopted by the incorporators)						
	Paulo Sergio Rosa, Vice President						
	Typed or printed name						
	Vice President						
	Title						