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TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

500003331065-2
-07/21/00--01010--016
*****35.00 *****35.00

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. DREAMS INTERNATIONAL, CORP.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time 2.00 Certified Copy
- Mail out Will wait Photocopy Certificate of Status

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TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials CC

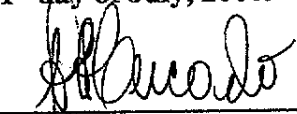
**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
DREAMS INTERNATIONAL, CORP.**

Pursuant to the provision of section 607-1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

- FIRST:** Amendments adopted:
ARTICLE V: The name and address of the new officer of this corporation is as follows:
Andres Mercado **President/Secretary/Treasurer**
1570 W 43rd Place, Suite 37
Hialeah, Florida 33012
ARTICLE VI: The name and address of the new director of this corporation is as follows:
Andres Mercado
1570 W 43rd Place, Suite 37
Hialeah, Florida 33012
ARTICLE XII: The name and address of the new registered agent of this corporation is as follows:
Andres Mercado
1570 W 43rd Place, Suite 37
Hialeah, Florida 33012
- SECOND:** The date of the amendment's adoption: **July 1st, 2000.**
- THIRD:** Adoption of Amendment:
The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 1st day of July, 2000.

Signature _____

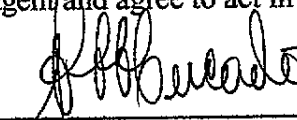


Andres Mercado
Director/President

Date: July 1st, 2000

Having been named as registered agent and to accept service of process for the stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity.

Signature _____



Andres Mercado

Date: July 1st, 2000

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