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

1. TRADING Home Products USA, Corp.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
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| NEW FILINGS | |
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| <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 FILNGS | |
|--------------------------|------------------|
| <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
TRADING HOME PRODUCTS USA, CORP.**

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TALLAHASSEE, FLORIDA

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, or deleted).

Article VIII:

DIRECTORS: The names and addresses of the new Boards of Directors to these articles of incorporation are as follows:

RAUL LEONI 1800 West 49th Street Ste 207 - Hialeah FL 33012, President

NICOLAS LEMARESQUIER 1800 West 49th Street Ste 207 - Hialeah FL 33012, Vice-President.

MARIA ALEJANDRA LEONI 1800 West 49th Street Ste 207 - Hialeah FL 33012, Treasurer

IRMA LEMARESQUIER 1800 West 49th Street Ste 207 - Hialeah FL 33012, Secretary

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: 07/06/2000

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)

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 06 day of July of 2000.

Signature Raul A. Leoni

(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)

Raul Leoni

Typed or printed name

President

Title