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May 8, 2002

VIA U.S. MAIL

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: R.D.I. Investments, Inc.

Dear Sir or Madam:

Enclosed are an original plus one copy of the Articles of Amendment to Articles of Incorporation for R.D.I. Investments, Inc. Please file them and return a copy for our records.

Should you have any questions please do not hesitate to contact me at your convenience.

Very truly yours,

Kelly Mendoza Legal Assistant for

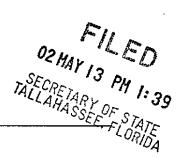
Ronald J. Isriel

OZ MAY 13 PM 1: 39
SECRETARY OF STATE

Amend

T BROWN MAY 2 0 2002

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



R.D.I. INVESTMENTS, INC.

DOCUMENT # P02000014190

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: (indicate article number(s) being amended, added or deleted)

ARTICLE II. PRINCIPLE OFFICE:

80 S.W. 8th Street

Suite 1720

Miami, Florida 33130

ARTICLE VII. INITIAL REGISTERED AGENT & ADRESS

Name

Street Address

I&A Corporate Services, Inc.

80 S.W. 8th Street - Suite 1720

Miami, Florida 33130

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. Dated this 300 day of April 2002.

I&A Corporate Services, Inc.

RONALD J. ISRIEL, President

ARTICLE IX. INITIAL BOARD OF DIRECTORS

Ronald J. Isriel

President / Director

80 S.W. 8th Street - Suite 1720

Miami, Florida 33130

Dorothy L. Isriel

Vice-President / Director

80 S.W. 8th Street - Suite 1720

Miami, Florida 33130

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:

Not Applicable

THIRD: The date of each amendments adoption: <u>April 1, 2002</u> .	
FOURTH: Adoption of Amendment(s) (CHECK ONE)	
0	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 byvoting 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 20th day of April 2002.
Signature:	Ronald I Idrial President