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ARAZOZA & FERNANDEZ-FRAGA 305 442 4829

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Division of Corporations

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DIVISION OF CORPORATIONS

BASIC AMENDMENT

YEAH ONLINE, INC.

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Certificate of Status	1
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Amendment
11/21/02

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
YEAH ONLINE, INC.**

PURSUANT TO SECTION 607.1006, FLORIDA STATUTES, THIS FLORIDA
FOR PROFIT CORPORATION ADOPTS THE FOLLOWING ARTICLES OF
AMENDMENT TO ITS ARTICLES OF INCORPORATION.

FIRST: Amendments adopted: Article VI of the original Articles of Incorporation is deleted in its entirety and replaced with the following text:

**"ARTICLE VI
ADDRESS**

The mailing address of the principal office of this corporation in the State of Florida is 4200 SW 102 AVENUE, MIAMI, FL 33165. The Board of Directors may from time to time move the principal office to another address in Florida."

SECOND: Amendments adopted: Article VII of the original Articles of Incorporation is deleted in its entirety and replaced with the following text:

**"ARTICLE VII
DIRECTORS**

This corporation shall have not less than one director, however, the number of directors may be increased or diminished from time to time by By-laws adopted by the Stockholders, but shall never be less than one. The name and address of the director which shall serve until his replacements assume his position is:

<u>Name</u>	<u>Address</u>
MIGUEL DE LA GUARDIA	4200 SW 102 AVENUE MIAMI, FL 33165

THIRD: Amendments adopted: Article VIII of the original Articles of Incorporation is deleted in its entirety and replaced with the following text:

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"ARTICLE VIII
OFFICERS

The names, offices and addresses of the officers which shall serve until their replacements assume their positions are:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President & Secretary	MIGUEL DE LA GUARDIA	4200 SW 102 AVENUE MIAMI, FL 33165

FORTH: Amendments adopted: Article XI of the original Articles of Incorporation is deleted in its entirety and replaced with the following text:

"ARTICLE XI
REGISTERED OFFICE AND REGISTERED AGENT

YEAH ONLINE, INC, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the County of Miami-Dade, State of Florida, hereby designates MIGUEL DE LA GUARDIA, as its Registered Agent, to accept services within the State. The registered office of the corporation shall be 4200 SW 102 AVENUE, MIAMI, FL 33165.*

FIFTH: The foregoing amendment to the Articles of Incorporation of YEAH ONLINE, INC., was adopted as of November 20, 2002.

SIXTH: The amendment was approved by the directors, officers and shareholders of the corporation. The number of votes cast for the amendments was sufficient for approval.

Signed as of this 20th day of November, 2002



JOSE FERNANDEZ
President/Director/Shareholder




ANA FERNANDEZ
Vice President/Secretary/Director/Shareholder

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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.



MIGUEL DE LA GUARDIA

Dated as of this 20th day of November, 2002

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