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From:

Account Name

FAS-T CORP. AGENTS, INC.

Account Number Phone

: 071001002335 (305)599-0839

Fax Number

(305)716-0346

BASIC AMENDMENT

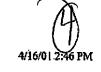
ARREGUI INTERNATIONAL ADVERTISING CORP

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ARTICLES OF AMENDMENT THE ARTICLES OF INCORPORATION ARREGUI INTERNATIONAL ADVERTISING CORP.

O NOR TO PHILOU THIS ARTICLES OF AMENDMENT are made and executed for and on behalf ARREGUI INTERNATIONAL ADVERTISING CORP., a corporation organized and existing under the laws of the State of Florida, by virtue of Articles of Incorporation filed with the Department of State, Division of Corporations, State of Florida (the "Department"), on November 16, 1961, under Chapter Number 253154, TO AMEND said Articles of Incorporation, to complete delete all articles, in form and content, with the exception of any reference to the incorporator therein. Articles One through Twelve are hereby replaced by the following, to wit:

ARTICLE I

The name of the Corporation is ARREGUI INTERNATIONAL ADVERTISING CORP.

ARTICLE II

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any time is ten thousand (10,000) shares of common stock having a par value of One and 00/100 (\$1.00) per share.

ARTICLE III

The existence of the corporation shall be perpetual.

ARTICLE IV

The street address of the present Registered Office of the corporation is and the name of the Registered Agent at that address is: Richard M. Arregui:

2150 Coral Way, 8th Floor, Miami, FL 33145

ARTICLE V

The mailing address of the corporation is located at:

2150 Coral Way, 8th Floor, Miami, FL 33145

ARTICLE VI

The corporation shall be managed by the Board of Directors. The number of directors constituting the Board of Directors of the corporation shall be one (1) or more, as fixed from time to time, in the manner provided in the Bylaws of the corporation.

The present Board of Directors of the corporation is constituted by three (3) directors, whose names and addresses are;

Ricardo A. Arregui 1470 Cecilia Avenue, Coral Gables, FL 33146

Richard M. Arregui 2701 Segovia Avenue, Coral Gales, FL 33134

Olga Arregui 1470 Cecilia Avenue, Coral Gables, FL 33146

ARTICLE VII

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE VIII

This Articles of Amendment, which now constitute the entire Articles of Incorporation of ARREGUI INTERNATIONAL ADVERTISING CORP., were adopted on January 31, 2001, pursuant to Sections 607.0704 and 607, 0821 of the Florida Statutes, by written statements of all the shareholders and all of the directors of the corporation eligible to vote, manifesting their intention that the foregoing amendment to the Articles of Incorporation be adopted. on.

IN WITNESS WHEREOF, the undersigned Officers of ARREGUI INTERNATIONAL

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· ADVERTISING CORP., se their hands for and affix the seal of the corporation this First day	ΣÏ
February, 2001.	
ARREGUI INTERNATIONAL ADVERTISING CO	RP.
By: / Marsha Christia	
Ricardo A. Arregui, Chairman of the Board	
Attest: Wasequer	
Olsa Arregui	
Secretary	
STATE OF FLORIDA) :ss	
COUNTY OF MIAMI-DADE)	
Wareh	1. bv
The foregoing instrument was acknowledged before me this Za day of February, 200	
RICARDO A. ARREGUI who is personally known to me or who has prod	nced
as identification and who did take an oath	
antries atemas	le
ANTONEO A. FERNANDEZ ANTONEO A	
Print Name:	
TIBE NUME.	
My Commission Expires:	

C:\MyFiles\WF\Arregut\ArtAmedmt.wpd February 9, 2001 (3:03PM)

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