

F00000002356



October 10, 2001

Mr. Lee Rivers
Florida – Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

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-10/16/01--01035--027
*****43.75 *****43.75

RE: Patagon.com Securities, Corp. – Reference # W01000021052

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Sir,

In a letter dated September 11, 2001 you expressed your inability to register Patagon.com Securities, Corp. (New York) to do business in Florida. The reason for this inability to file was described as a conflict with the name of Patagon.com Securities, Inc. (Delaware), which enjoys permission to do business in Florida since April 24, 2000. Both Patagon.com Securities, Corp. and Patagon.com Securities, Inc. are subsidiaries of Patagon.com International, Inc. (Delaware).

With an ends of registering Patagon.com Securities, Corp. with Florida, we have changed the name of Patagon.com Securities, Inc. back in Delaware via an amendment to the articles of incorporation. The entity formerly known as Patagon.com Securities, Inc. is now known as Patagon 2001, Inc. – this is reflected in the Certificate of Amendment supplied to us by Delaware dated October 3, 2001.

We now ask that you file this amendment to Patagon.com Securities, Inc.'s standing in Florida to reflect its new name: Patagon 2001, Inc. We would also ask that you proceed with the registering of Patagon.com Securities, Corp. with Florida (the \$78.75 fee for registering has been received by your office) as soon as the Patagon 2001, Inc. (formerly Patagon.com Securities, Inc.) name change goes through.

Please direct all correspondence and inquiries regarding this matter to:

Attn: Roy Gonzalez, Esq.
Patagon.com International, Inc.
Legal Department
1680 Michigan Avenue, Suite 1107
Miami Beach, Florida 33139
Phone # 305-534-3400

FILED
01 OCT 18 AM 11:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10/18/01
NIC
Amend
Spayze

Miami • New York • Mexico City • Caracas • Santiago • Sao Paulo • Buenos Aires •
Madrid • Frankfurt

Thank you for your assistance, and do not hesitate to contact me with any questions.

Sincerely,

A handwritten signature in black ink, appearing to read 'Roy Gonzalez', with a stylized flourish at the end.

Roy Gonzalez, Esq.
Patagon.com International, Inc.

Enclosures (3)

1. Florida Amendment (with appropriate fee)
2. Delaware Certificate demonstrating name change to Patagon 2001, Inc.
3. Previous rejected filing with Florida for Patagon.com Securities, Corp.

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

1. Patagon.com Securities, Inc.
Name of corporation as it appears on the records of the Department of State.
2. Delaware 3. April 24, 2002
Incorporated under laws of Date authorized to do business in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? September 24, 2001

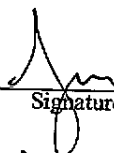
5. Patagon 2001, Inc.
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

6. If the amendment changes the period of duration, indicate new period of duration.

N/A
New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

N/A
New Jurisdiction


Signature

October 10, 2001
Date

Juan Pablo Cappello, Esq.
Typed or printed name

Corporate Secretary
Title

FILED
01 OCT 18 AM 11:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE of DELAWARE
CERTIFICATE of AMENDMENT of
CERTIFICATE of INCORPORATION

- **First:** That at a meeting of the Board of Directors of Patagon.com
Securities, Inc.

resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof.

The resolution setting forth the proposed amendment is as follows:

Resolved, that the Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered "1" so that, as amended, said Article shall be and read as follows:

"This Corporation, formerly known as Patagon.com
Securities, Inc., shall from this day forward be
named Patagon 2001, Inc., as of September 18, 2001."

- **Second:** That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said corporation was duly called and held, upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.
- **Third:** That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.
- **Fourth:** That the capital of said corporation shall not be reduced under or by reason of said amendment.

BY: [Signature]
(Authorized Officer)

NAME: William A. Herrera - CFO
(Type or Print)