

F61849

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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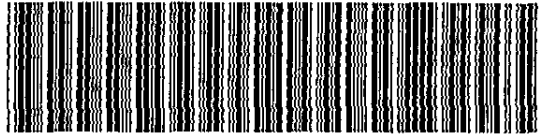
(Business Entity Name)

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03 JAN 29 AM 10:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F61849
McDonald
** Auditory*
SP
129-03

LAW OFFICES
Sheldon R. Rosenthal
SUITE 1040 CITY NATIONAL BANK BUILDING
25 WEST FLAGLER STREET
Miami, Florida 33130

TELEPHONE 379-1452
"FAX" 358-8020
AREA CODE 305

January 27, 2003

Corporate Records
Division of Corporations
Dept. of State
P. O. Box 6327
Tallahassee, Florida 32314

Re: Incorporation of: Puma Media International, Inc.,
a Florida Corporation

Gentlemen:

In connection with the above captioned matter, I am enclosing fully executed original and copy of the Amendment to the Articles of Incorporation, together with my check made payable to your order in the sum of \$43.75 representing the cost of filing the Amendment.

After the Amendment has been filed, please forward directly to my office certified copy of the Amendment and your Certificate acknowledging the filing of this document.

Thank you for your courtesy and cooperation.

Very truly yours,


SHELDON R. ROSENTHAL

SRR/vh
Enc.
cc: Hector Maselli

Articles of Amendment
of
Puma International, Inc

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03 JAN 29 AM 10:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT to the provisions of Section 607.1006, Florida Statutes, this
Florida corporation for profit hereby adopts the following Articles of Amendment to its
Articles of Incorporation.

First: Amendments withdrawn and Amendments adopted:

I. Article I of the Articles of Incorporation of PUMA
INTERNATIONAL, INC., is hereby withdrawn and canceled, and,
in its place and stead, is the following Amended Article I:

II Amended Article I

The name of the corporation shall henceforth be:

PUMA MEDIA INTERNATIONAL, INC., a Florida corporation.

III. Article VII of the Articles of Incorporation of PUMA
INTERNATIONAL, INC., is hereby withdrawn and canceled, and, in its place and stead,
is the following Amended Article VII:

IV Amended Article VII:

The Corporation shall be governed by a Board of Directors which shall consist of at least one (3), but not more than five (5) persons.

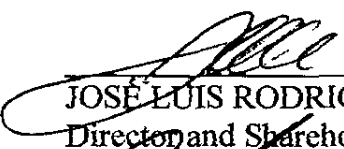
Second: Date of the adoption of Amendments

The above Amendments were unanimously adopted by the Board of Directors and Shareholders of the corporation on the 27th day of December, 2002.

Third: Adoption of Amendments

The above Amendments were approved by the Shareholders and by the Board of Directors this 27th day of December, 2002.

WE, THE UNDERSIGNED, being all of the directors and shareholders of PUMA INTERNATIONAL, INC., a Florida corporation, hereby consent to and approve of the above and foregoing Articles of Amendment of PUMA INTERNATIONAL, INC., a Florida corporation.



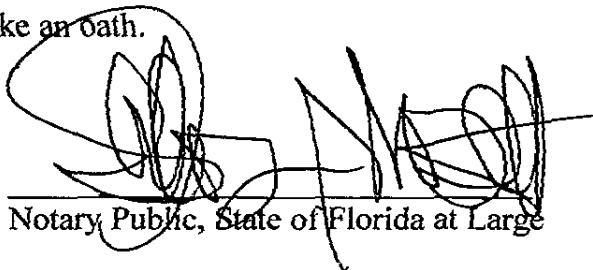
JOSE LUIS RODRIGUEZ,
Director and Shareholder



HECTOR MASELLI
Director and Shareholder

STATE OF FLORIDA)
) ss
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 17th day of December, 2002, by JOSÉ LUIS RODRIGUEZ and HECTOR MASELLI, personally known to me or who produced _____ as identification and who did (did not) take an oath.



Notary Public, State of Florida at Large

My Commission Expires:

OFFICIAL NOTARY SEAL
SHELDON R ROSENTHAL
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC807458
MY COMMISSION EXP. FEB. 7, 2003

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