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Miami, Dec.08, 1997

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
P.O.BOX 6327  
TALLAHASSEE, FLORIDA 32314

800002372708--6

-12/16/97--01014--001

\*\*\*\*\*70.00 \*\*\*\*\*35.00

Gentlemen:

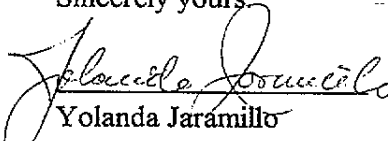
Enclosed please find ch., in the amount of \$ 70.00 dollars and the two copies of the amendment of Articles of Incorporrtion of: ILMAR TRADING CORP.

INFOTRADING IMPORT, EXPORT & WHOLESALE. CORP.

Please send the amendment to :

Y & A Professional Service, Inc.  
12360 S.W. 123 Ct., Suite 210  
Miami, Florida 33186

Sincerely yours:

  
Yolanda Jaramillo  
Accountant

FILED  
97 DEC 11 AM 8:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Amend*

DEC 15 1997

**SECOND CERTIFICATE OF AMENDMENT  
OF  
ARTICLES OF INCORPORATION  
OF  
ILMAR TRADING, CORP.**

**FILED**  
97 DEC 11 AM 8:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

All the Stockholders of ILMAR TRADING CORP., a Florida Corporation under its corporate seal and the hand of its President, Pablo A. Caceres, here by certify as follows:

**CLAUSE I**

That all the Shareholders of ILMAR TRADING, CORP. in response to a call and notice of meeting, held on September 30, 1997 at 4995 N.W. 72 AVE. # 201,, Miami, Fl. 33166, the place of the principal office and the Registered office, at which meeting all the shareholders were present, that a resolution was unanimously approved and adapted amending Articles VIII of Incorporation to read as folloing:

**ARTICLES VIII  
NEW BOARD OF DIRECTORS AND SHARES**

Upon motion duly made, was approved that the names of LUIS ALFONSO CACERES AND FREDDY CACERES, were s appointed as Secretary and Director of the Board directors of the corporation.

The capital stock of the corporation consists of 500 shares of \$ 1.00 dollar per value. Not been any other changes, the new Board of Directors will read as follows:

NAME & TITLE:	ADDRESS:	SHARES
PABLO A. CACERES President	9709 N.W. 6 LANE. Miami, fl. 33172	- 20.%-
ILMA RODRIGUEZ DE CACERES Vice-president	9709 N.W. 6 LANE Miami, Fl. 33172	- 20%-
JACKELINE CACERES Treasurer	9709 N.W. 6 LANE Miami, Fl. 33172	- 20%-

LUIS ALFONSO CACERES  
Secretary

9709 N.W. 6 LANE  
Miami, Fl. 33172

-20%-

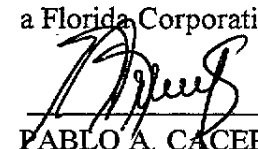
FREDDY CACERES  
Director

9709 N.W. 6 LANE  
Miami, Fl. 33172

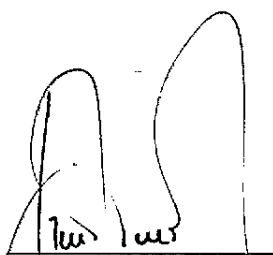
-20%-

IN WITNESS WHEREOF, The Corporation has caused this amendment to the Articles of Incorporation to be executed for it, and its name for its President, and attested by its Secretary both of whom have the full power and instructions and authority to do so, and its Corporate seal to be here unto affixed, on this day Sept. 30, 1997 at Miami, Florida -----

ILMAR TRADING, CORP.  
a Florida Corporation

  
PABLO A. CACERES  
President

Attested by:

  
LUIS A. CACERES  
Secretary

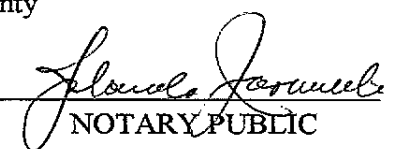
STATE OF FLORIDA )

) S.S.

COUNTY OF DADE )

I HEREBY CERTIFY that on this day SEPT. 30, 1997, before me personally appeared the under signed authority PABLO A. CACERES as President and LUIS A. CACERES as Secretary of ILMAR TRADING, CORP. and they acknowledged that they executed the foregoing amendment to the articles of Incorporation after having been duly authorized to do so.

WITNESS my hand and official seal, at Miami, Florida County

  
NOTARY PUBLIC

