G39157

NISTAL INTERNATIONAL INC 8249 NW 36 STREET SUITE 118 MIAMI FLORIDA 33166

PHONE # (305) 594-6517

100002237461---4 -07/14/97--01127--010 *****87.50 ******617.50

SECRETARY OF STATE PIVISION OF CORFORATION

Amend

. 34 JUL 1. 6 1997

DIVISION OF CORPORATIONS

97 JUL 14 PM 2: 17

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

NISTAL INTERNATIONAL INC CHARTER NUMBER G-39157
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLES AMENDED.

ARTICLE VIL.

THE REGISTERED AGENT FOR THE CORPORATION PRESENTLY IS VALMY R. NISTAL AND THE REGISTERED OFFICE IS AT 8249 NW 36 STREET-SUITE 118-MIAML, FLORIDA 33166

ARTICLE IX.

THE FOLLOWING PERSONS PRESENTLY COMPRISE THE ENTIRE BOARD OF DIRECTORS:

VALMY R. MISTAL FELIPE NISTAL SALVADOR MISTAL SALVADOR NISTAL JR.

THE FOLLOWING PERSONS CONSTITUTE THE PRESENT OFFICERS OF THE CORPORATION, HAVING BEEN ELECTED BY THE BOARD OF DIRECTORS AT THIS ANNUAL MEETING OF THE MEMBERS AND BOARD OF DIRECTORS OF SAID CORPORATION:

PRESIDENT AND CHAIRMAN: VALMY R. NISTAL SECRETARY: FELIPE NISTAL TREASURER: FELIPE MISTAL VICE-PRESIDENT: SALVADOR NISTAL VICE-PRESIDENT: SALVADOR NISTAL JR.

THAT ALL ACTS OF THE OFF.CERS, INCORPORATORS, PROMOTERS, DIRECTORS AND MEMBERS PRIOR TO THE INCEPTION OF THE CORPORATION'S FORMATION TO THE PRESENT DATE BE AND THEY HEREBY ARE RATIFLED AND CONFIRMED IN ALL RESPECTS.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD:	The date of each amendment's adoption: JUNE 13,1997
FOURTE	: Adoption of Amendment(s) (CHECK ONE)
Ö	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
C	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient
	for approval by
C	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
C	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signature	Signed this 13 day of JUNE , 1997
	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	VALMY R. MISTAL
	Typed or printed name
	PRESIDENT AND CHAIRMAN
	Title

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43

NISTAL INTERNATIONAL, INC CHARTER NUMBER G-39157

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

RESIDENT ACENT

VALMY R.NISTAL

DATE: JUNE 13, 1997