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BASIC AMENDMENT

TOP-HITCH ENTERPRISES, INC.

Certificate of Status	0
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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
TOP-HITCH ENTERPRISES, INC.

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:

ARTICLE III
Directors


The number of directors constituting the Board of Directors is one (1), whose name and address is:

Maria San Anastasio

8100 West Okeechobee Road
Miami, FL 33016

ARTICLE X
Registered Agent

The address of the Registered Agent office is 1320 S. Dixie Highway, Suite 1045, Coral Gables, FL 33146 and the name of its registered agent is Alan K. Marcus, Esquire. The principal office and mailing office of the corporation shall be 9750 N.W. 79 Avenue, Hialeah, Gardens, FL 33016. I hereby am familiar with and accept the duties and responsibilities as Registered Agent.


Alan K. Marcus, Esq.

ARTICLE IV
Officers

The officers are:

Maria San Anastasio
President

8100 West Okeechobee Road
Miami, FL 33016

Alan K. Marcus
Secretary

1320 S. Dixie Highway, Suite 1045, Coral Gables,
FL 33146

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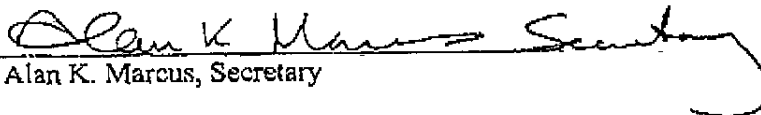
The foregoing amendments were adopted on July 1, 2002.

The amendments were adopted by the shareholders of the corporation.

Signature



Maria San Anastasio - President



Alan K. Marcus, Secretary

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