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January 22, 2002

VIA FEDERAL EXPRESS

State of Florida, Division of Corporations
Registration Section
409 East Gaines Street
Tallahassee, Florida 32399

800004734468--3
-01/24/02--01062--005
*****75.00 *****25.00

Re: **VARIOUS**

*amend mgmt
& R/A*

MJH

Dear Sir or Madam:

Enclosed please find the following for processing:

1. Certificate of Amendment of Articles of Organization of Valjor Investment Group, L.L.C.;
2. Certificate of Amendment of Articles of Organization of Valjor Investment Group, L.L.C.;
3. Certificate of Amendment of Articles of Organization of Valjor Investment Group, L.L.C.

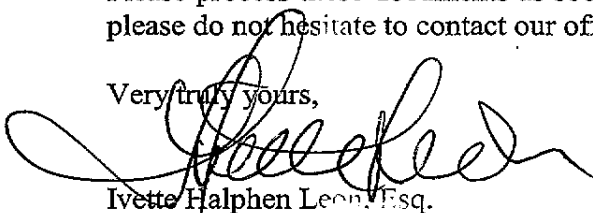
02 JAN 24 PM 4:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

We have also enclosed our check to cover the filing fees for the above-referenced amendments.

Please process these documents as soon as possible. Should you require additional information, please do not hesitate to contact our offices.

Very truly yours,



Ivette Halphen Leon, Esq.

:IHL

Enclosure

CERTIFICATE OF AMENDMENT OF ARTICLES OF ORGANIZATION
OF VALJOR INVESTMENT GROUP, L.L.C.

Jorge A. Valdes, member of VALJOR INVESTMENT GROUP, LLC, a Florida limited liability company, (the "Limited Liability Company"), hereby certifies that all of the Members of the Limited Liability Company adopted a resolution by unanimous written consent on the 22nd day of January, 2002, which approved and adopted the following amendment to the Limited Liability Company's Articles of Organization filed on January 17, 2002:

"ARTICLE III
CAPITAL CONTRIBUTIONS

Capital contributions in the amount of One Thousand and 00/100 Dollars (\$1,000.00) cash shall be paid to the limited liability company by the members as follows:

JORGE A. VALDES 100%

Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in amounts equal to aforementioned shares.

"ARTICLE IV
PROFITS AND LOSSES

1. Sharing of Profits. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company as follows:

JORGE A. VALDES 100%

The distributive share of the profits shall be determined and paid to the members on the anniversary date of the commencement of business of the limited liability company.

2. Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business.

"ARTICLE VIII
MANAGEMENT

Management of this limited liability company is reserved to one of its members, who shall serve as such until the first annual meeting of members or until its successors are elected and qualify, whose name and address are as follows:

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02 JAN 28 PM 4:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA

JORGE A. VALDES
3601 S.W. 129th Avenue
Miami, Florida 33174

"ARTICLE IX
INITIAL REGISTERED OFFICE
AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is **3601 S.W. 129th Avenue, Miami, Florida 33174**, and the name of its initial registered agent at such address is **Jorge A. Valdes.**"

IN WITNESS WHEREOF, JORGE A. VALDES, as Member of VALJOR INVESTMENT GROUP, L.L.C., has executed this Certificate the 02nd day of January, 2002.

JORGE A. VALDES

By: _____

Jorge A. Valdes

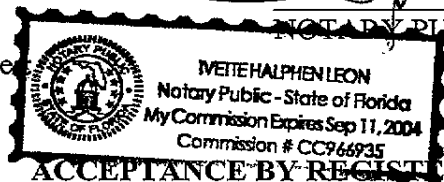
STATE OF FLORIDA)

) SS.

COUNTY OF MIAMI-DADE)

The foregoing Certificate of Amendment of **VALJOR INVESTMENT GROUP, L.L.C.**, were acknowledged before me, a Notary Public in and for the State of Florida, this 02nd day of January, 2002 by JORGE A. VALDES, Managing Member, who is ~~personally known to me or~~ who has produced _____ as identification, on behalf of the Limited Liability Company.

My Commission Expires _____



NOTARY PUBLIC, State of Florida

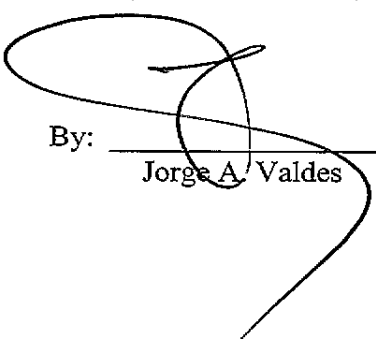
ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of **VALJOR INVESTMENT GROUP, L.L.C.**, the undersigned hereby accepts such appointment, agrees to act in such capacity, and accepts the obligations imposed by Florida Statutes Section 607.325.

Executed this 22nd day of January, 2002.

By: _____

Jorge A. Valdes

A large, stylized handwritten signature in black ink, consisting of a large loop and a long, sweeping tail, is written over the signature line and extends downwards.