

M 39313

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suttonmontoto@yahoo.com

January 14, 2002

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Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: M.P.B., INC.

Dear Sir or Ms.:

Enclosed please find an original and one copy of the Articles of Amendment of Incorporation for M.P.B., Inc. Our check in the amount of \$35.00 is enclosed. Kindly file the amended Articles and return a certified copy to the undersigned.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,


TEDDY L. MONTOTO

TLM/sc
encl.

*Sibely Cortin
gave authority to
correct chapter 607 name
& corporate
1-25-02*

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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*amend
all
2/10*

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February 4, 2002

Attn. Ana Chesnut
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: **M.P.B., INC.**

Dear Sir or Ms.:

Enclosed please the letter you requested on the above referenced matter.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,



TEDDY L. MONTOTO

TLM/sc
encl.

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF M P B, Inc.

Pursuant to the provision of Section 607.1006, Florida Statutes, the undersigned Florida corporation adopts the following Articles of Amendment to its Articles of Incorporation by unanimous vote of the shareholders, which was sufficient to approve the following:

FIRST: As of the meeting of September 20, 2001 of the shareholders, board of directors and officers of M P B, Inc., an election was held and the following persons are listed as officers for the corporation for the following year:

- A. Nick L. Just, President/Treasurer
- B. Paul Perito, Vice President/Secretary

SECOND: Pursuant to the meeting of September 20, 2001, the following persons were elected/appointed as directors M.P B, Inc.:

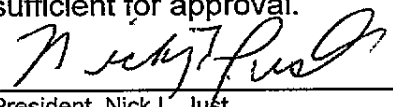
- 1. Nick L. Just, Director
- 2. Paul Perito, Director

THIRD: Pursuant to the meeting of September 20, 2001, the registered agent of M P.B, Inc., is:

Teddy L. Montoto, Esq.
SUTTON & MONTOTO, P.A.
7721 S.W. 62nd Avenue, First Floor
South Miami, Florida 33143

FOURTH: The resignation of the prior officers and directors, James Barrett and John Barrett, were tendered by them and accepted by the newly elected Shareholders, Directors, and Officers.

The Amendments were unanimously adopted by the newly appointed Officers and Board of Directors, and the votes cast for the amendments by the shareholders were sufficient for approval.



President, Nick L. Just

Nick L. Just
Typed or Printed Name

Pres 1/9/02
Title Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R.A. Accepted

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January 28, 2002

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: **M.P.B., INC.**

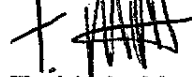
Dear Sir or Ms.:

Please be advised that the undersigned was appointed as Registered Agent for M.P.B., Inc. a Florida Corporation.

Please let this serve as acceptance of said appointment effective immediately.

If you require any additional information, please do not hesitate to contact the undersigned.

Very truly yours,



Teddy L. Montoto

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



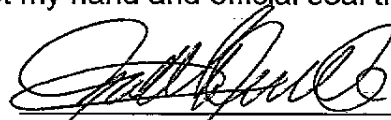
TEDDY L. MONTOTO I agree

BEFORE ME, the undersigned authority, personally appeared, Teddy L. Montoto, to me well known, who after first being duly sworn, states that the above statements are true and correct.

IN WITNESS WHEREOF, I hereunto set my hand and official seal this 28 day of January, 2002.



Rolando Andrade
MY COMMISSION # CC733485 EXPIRES
May 3, 2002
BONDED THRU TROY FAIN INSURANCE, INC.



NOTARY PUBLIC-State of Florida