

M 41363

C and C Fernandez, P.A.
1365 Stillwater Drive
Miami Beach, FL 33141-1029

September 5, 2001

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-10/01/01--01070--009
*****43.75 *****43.75

Ref: Articles of Amendment

Ladies and Gentlemen:

Please find the above-mentioned Articles of Amendment for:

J.M. PRADA AND ASSOCIATES, INC.

We are also enclosing a check for \$ 43.75 to cover for the filing fee for the Articles of Amendment (\$35) and \$ 8.75 for a certified copy of the Articles of Amendment.

We appreciate your prompt attention to this matter.

Sincerely,

Carlos J. Fernandez

Carlos J. Fernandez
Registered Agent

*Christina Fernandez
gave author to
correct " and '\$"
& then in heading
check with copy
at 10/4/01*

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 OCT -1 PM 1:40

FILED

*amend
10/4
10/4*

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

J.M. PRADA & ASSOCIATES, INC.
(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:

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

ARTICLE No. X

The name and addresses of each subscriber to these Articles of Incorporation, and the number of shares of stock each agrees to take, the total aggregate amount of which shall be the sum of \$ 1,000.00 the amount of capital with which this corporation shall begin business, are as follows:

Name	Address	Shares	Amount
GONZALO RUIZ	Ballesteros # 103, Colonia Lomas de la Herradura, Mexico Edo de Mexico 52760, Mexico	100	\$ 1,000.

ARTICLE No. XI

The number of officers constituting the board of directors is 2, and the name and addresses of the persons who are to serve as director until the next annual meeting will be:

Name	Position	Address
GONZALO RUIZ	Pres/Sec/Treas.	Ballesteros # 103, Colonia Lomas de la Herradura, Mexico Edo de Mexico 52760, Mexico
MIRTHA D BENCOMO	Director	5932 SW 137 th Place, Miami, FL 33193

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:

01 OCT - 1 PM 1:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

THIRD: The date of each amendment's adoption: September 5, 2001.

FOURTH: Adoption of Amendment(s) (**CHECK ONE**)

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

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 _____"
voting group

The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 5th of September, 2001.

Signature _____

(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)

GONZALO RUIZ

Typed or printed name

PRESIDENT/SECRETARY/TREASURER

Title