Professional Legal Services, Inc.

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M60480

October 31, 2000

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

RE: Elisa II Corp.

Dear Sir/Madam:

Enclosed please find check in the amount of \$35.00 in order to file the enclosed Amendment to Articles of Incorporators. Also find a self stamped addressed envelope to return the stamped copy to our offices.

If you have any questions please do not hesitate to contact the undersigned.

Sincerely yours

Andres A. Bengochea, Esq. For the Firm

/AAB/bm.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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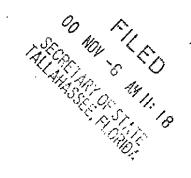
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ARTICLES OF AMENDMENT

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ARTICLES OF INCORPORATION

OF



ELISA II, CORP.

(present name)

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

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

ARTICLE VII: DIRECTORS

Article Seven should read as follows: The names and post office address of the

Board of Directors of this corporation who shall hold office

for the first year or until their successors are chosen, shall be: Lidia Nohemi Murillo 3121 NW 19th street Miami, Florida 33125.

ARTICLE XII: Article XII should read as follows:

The register agent of the corporation shall be: LIDIA NOHEMI MURILLO The register office of the corporation shall be: 2324 NW 7Ct.Miami, F1 33127

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:

"HURD: The date of each amendment's adoption: . 10-16-00
FOURTH: Adoption of Amendment(s) (check one)
The amendment(s) was/were approved by the shareholders. The number of votes east for the amendment(s) was/were tofficient for approval.
The amendment(s) was/were approved by the that cholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the omendment(s):
"The number of votes east 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 16th day of October , 30 2000
Signature X (By the Chairman of the Board of Directors, President or other officer is adopted by the shareholders) On
(By a director if adopted by the directors)
OR (By all incorporator if adopted by the incorporators)
LIDIA NOHEMI MURILLO
Typed or printed name
PRESIDENT /DIRECTOR
Title
HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.
LIDIA COHEMI MURILLO
10-16-00
DATE