

Florida Department of State

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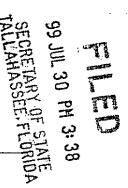
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BASIC AMENDMENT

STERLING VILLAS CORPORATION

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Comporate Filing

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 28, 1999

STERLING VILLAS CORPORATION C/O JAIME GONZALEZ 740 BLUEBIRD LANE PLANTATION, FL 33324

SUBJECT: STERLING VILLAS CORPORATION

REF: M63352

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name of the person signing the document must be typed or printed beneath or opposite the signature.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

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Darlene Connell Corporate Specialist FAX Aud. #: H99000018577 Letter Number: 799A00038578

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION STERLING VILLAS CORPORATION

Pursuant to the provisions of Section 607.1006 Florida Statutes, this Corporation adopts and affirms the following Articles of Amendment to Articles of Incorporation.

First: Amendment(s) adopted: (indicated article number(s) being amended or deleted)

ARTICLE TEN CORPORATE OFFICE REGISTER AGENT

The principal business office of the corporation shall be located at:

11254 N.W. 59 Terrace Miami Florida 33178

or at such other place as may later be designated by the Board of Directors, with branch offices in such other cities, towns, states, or countries as may, from time to time, be authorized by its Board of Directors.

and the Registered Agent at such registered address is:

FABIO RONDEROS

7545 NW. 70 Street Miami, Florida, 33166

CORPORATE OFFICERS

The corporate officers of the corporation are hereby amended as follows:

President

Alvaro Figueroa

Treasurer

Alvaro Figueroa

Vice President Mariela Arteaga

Secretary

Mariela Arteaga

IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledged these Articles of Amendment to the Articles of Incorpoiration this 2 day of July

1999

Président

Jaime-Escobar

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Second: The date of these amendment's adoption is:
July 20, 1999

Third Adoption of Amendments(s)

The amendments were approved by the shareholders holding 100% of the shares. The number of votes cast for the amendment was sufficient for approval.

Signature

by: as president Sterling Villas Corporation

witness _____

Witness

ignature

Secretary of Sterling Villas Corporation

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That Sterling Villas Corporation desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Certificate of Incorporation, County of Miami-Dade, State of Florida, has named: Fabio Ronderos Whose Address is: 7545 N.W. 70 Street, Miami, Florida, 33166, as its agent to accept service of process within this State.

ACKNOWLEDGMENT BY DESIGNATED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

REGISTERED AGENT/

Fabio Ronderos

witness:

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