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GRIECO & SCALERA, P.A.
ATTORNEYS AND COUNSELORS OF LAW

MARK M. GRIECO

D.J. "JACK" SCALERA, III

January 15, 1998

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

700002408727--5
-01/22/98--01050--021
****245.00 *****35.00

Re: SouthFlorida People Involved
in Consensual Endeavors, Inc.

To whom it may concern:

Please find the following original documents along with a copy for filing.

Articles of Amendment
Change of Registered Agent
Officer/Director Resignation (5)

Please file same and return the copy to my attention. If have enclosed a check in the amount of \$245.00 to cover the cost.

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

Sincerely,

Mark M. Grieco

Mark M. Grieco, Esq.

FILED
98 JAN 22 PM 4:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

JAN 23 1998

FILED
98 JAN 22 PM 4:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of
SouthFlorida People Involved in Consensual Endeavors,
Inc.**

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

Article IV: The new officers of the corporation shall be:

Office	Name	Address
President:	Ray Canales	P.O. Box 4206, Deerfield Beach, FL 33442
Treasurer	Charles Carpenter	2425 Northeast 137th St., Miami, FL 33181
Secretary	Davi Hensen	23140 Rainbow Rd., Boca Raton, FL 33428
Membership Chairman	Jimi Mantozos	P.O. Box 210562, West Palm Bch FL 33421

The new officers shall also be the new directors of the corporation. All prior directors and officers of the corporation have resigned from the corporation effective 12/31/97 and are relieved from further responsibility and liability by the corporation.

SECOND: The date of adoption of the amendment(s) was: December 31, 1997

THIRD: Adoption of Amendment

The amendment was adopted by the members and the number of votes cast for the amendment was sufficient for approval.

Corporation Name

Ray C Canales

Signature of Chairman, Vice Chairman, President or other officer

RAY C CANALES

Typed or printed name

President 12/14/97

Title Date