

N98000000329

BAIER, MENDOZA & WALROTH-SADURNÍ

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS
ATTORNEYS & FOREIGN LAW CONSULTANTS

ESPIRITO SANTO BANK TOWER
999 BRICKELL AVENUE
SUITE 700
MIAMI, FLORIDA 33131
U.S.A.
TEL. (305) 372-0288
FAX (305) 372-1887

TORRE CABALLITO
PISO 19
PASEO DE LA REFORMA NO. 10
COL. CENTRO
06400 MÉXICO D.F., MÉXICO
TEL. (525) 628 1279
FAX (525) 628 1212

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 MAY 10 PM 3:14

STEPHEN P. WALROTH-SADURNÍ, J.D.
ADMITTED IN FLORIDA

E MAIL: SWALSAD@BMWSLAW.COM

Miami, Florida; 9 May, 2002

Secretary of State
Division of Corporations
State of Florida
Post Office Box 6327
409 E. Gaines Street
Tallahassee, Florida 32399

800005504328--7
-05/10/02--01105--006
*****43.75 *****43.75

Re: Articles of Amendment: **Centro Cultural Mexicano, Inc.**
Date of Incorporation: **20 January 1998**
Document Number: **N98000000329**

Dear Sir or Madam:

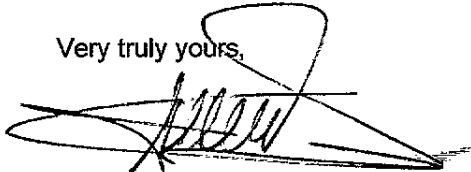
Enclosed, please find the original and one (1) copy the of Articles of Amendment, and a copy of the Written Actions of the Board of Directors, of **Centro Cultural Mexicano, Inc.**, a Florida Not For Profit Corporation. We would appreciate your filing the Articles of Amendment, and sending us a certified copy of same, with the applicable filing information, in the enclosed self-addressed, stamped envelope.

We are enclosing our check in the amount of US\$ 43.75 to cover the following costs:

Filing Fee	US\$ 35.00
Certified Copy	8.75
Total	US\$ 43.75

Thank you for your prompt attention to this matter.

Very truly yours,



Stephen P. Walroth-Sadurní, Esq.

Enclosures
SPWS/lcf
Art Amd Ltr 020509.wpd

N/C

V SHEPARD MAY 16 2002

MIAMI

MEXICO D.F.

GERMANY*

FRANCE*

SWITZERLAND*

*CORRESPONDENT OFFICES ONLY

ARTICLES OF AMENDMENT
OF
CENTRO CULTURAL MEXICANO, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

02 MAY 10 PM 3: 14

The undersigned Directors of Centro Cultural Mexicano, Inc. (hereinafter, "Corporation"), pursuant to Fla. Stat. § 617.1002 , hereby execute and acknowledge these Articles of Amendment for the purpose of changing the name of the corporation, as follows:

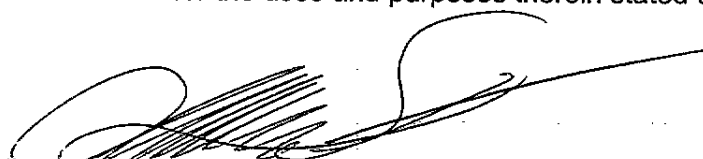
1. Text of amendment:
RESOLVED, that Article I of the existing Articles of Incorporation of Centro Cultural Mexicano, Inc., filed with the Secretary of State of Florida on January 20, 1998, Document No. N98000000329, is hereby amended to change the name of the corporation to "Friends of Mexico, Inc."

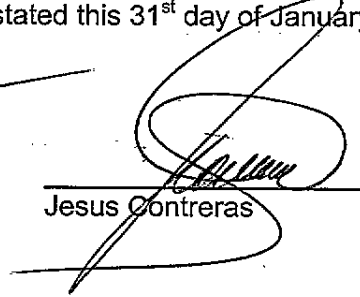
ARTICLE I
Name

The name of this corporation shall be: "Friends of Mexico, Inc."

3. Upon the filing of these Articles of Amendment with the Secretary of State of Florida, the amendments contained herein shall become fully operative.
4. Date of adoption of Amendment: 31 January 2002.
5. The Corporation has no members; therefore, the amendment effected by these Articles of Amendment was adopted by all of the Directors of the Corporation, in accordance with, Fla. Stat. § 617.1002.

IN WITNESS WHEREOF, the undersigned Directors have executed these Articles of Amendment for the uses and purposes therein stated this 31st day of January 2002.


Jaime A. Martin Serrano


Jesus Contreras