# DECEMBER 155

LAZARUS CORPORATE FILING SERVIC	E
---------------------------------	---

(Neguestor's Name)

3320 S.W. 87 AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip)

(Phone #

200003400482--8 -09/21/00--01051--008 \*\*\*\*\*\*35.00 \*\*\*\*\*35.00

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

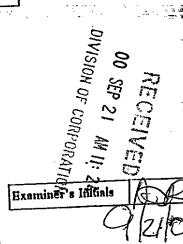
C	DRPORATION NAME(S) & DOCUMENT NU	MBER(S) (if known):			
1.	MCI FUNDING, IN	VC. and	nd_		: :
	(Cosporation Harra)	(Document #)			
2.	·		<u> </u>		
	(Corporation Name)	(Document #)			<i>.</i>
з.			<u>≥</u>	7.11	
٠.	(Corporation Name)	(Document #)	ASS		
4.		•	SE -	Ш	
4.	(Corporation Name)	(Document #)	I, R	Ü	<u>.                                    </u>
	Walk in Pick up time 2.6	Certified Copy	္ကြင္ဆဲု ယ္ဟ		- 44
	Malk in Strick ab time Town		3: 38 NDA	•	
	Mail out Will wait Photocopy	Certificate of Status	· φ. σ		

NEW FILINGS
Profit
NonProfit
Limited Liability
Domestication
Other

AMENDMENTS	
X	Amendment
	Resignation of R.A., Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILNGS
Annual Report
 Fictitious Name
Name Reservation

	REGISTRATION/ QUALIFICATION
•	Foreign
	Limited Partnership
	Reinstatement
	Trademark .
	Other



CR2E031(9/92)

## ARTICLES OF AMENDMENT

# OF

# ARTICLES OF INCORPORATION

OF

MCI FUNDING, INC.



### (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:

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

I Jesus Fernandez name Mr. Carlos Cabassi as new Article VI:

President and I will delete myself from MCI FUNDING

Corporation, including my position as Secreatary/Director.

Article VI: Delete old address: 10731 NW 58th Street Miami, FL 33178

Add new address:

15165 NW 77th Avenue Miami Lakes, FL 33014

P.O. BOX 277807 Add new mailing address: n

Miramar, FL 33027-7807

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:

THIRD: The date of each 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		
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 18 day of September 19 2000  OR  (By the Chhirman 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 incorporators)  JESUS PERNANDEZ Typed or printed name Secreatary/Director	THE	
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	THIRD:	The date of each amendment's adoption: 9/18/2000
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	FOURTH	: Adoption of Amendment(s) (CHECK ONE)
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 18 day of September , 19 2000  OR  (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)	Œ	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 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 this18day ofSeptember, 192000  Gradient to the shareholders 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)  JESUS FERNANDEZ		The following statement must be separately provided for each voting groups.
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 18 day of September 19 2000  (By the Châirman 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)  JESUS FERNANDEZ Typed or printed name  Secreatary/Director		"The number of votes cast for the amendment(s) was/were sufficient for approval by
The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.  Signed this 18 day of September , 19 2000  (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)  JESUS FERNANDEZ Typed or printed name Secreatary/Director		voting group
Signed this 18 day of September , 19 2000  (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)  JESUS FERNANDEZ Typed or printed name Secreatary/Director		The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
(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)  JESUS FERNANDEZ Typed or printed name  Secreatary/Director	Q	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
OR  (By a director if adopted by the directors)  OR  (By an incorporator if adopted by the incorporators)  JESUS FERNANDEZ Typed or printed name Secreatary/Director	S. ignature _	(By the Chairman or Vice Chairman of the Board of Director Provided
(By a director if adopted by the directors)  OR  (By an incorporator if adopted by the incorporators)  JESUS FERNANDEZ Typed or printed name  Secreatary/Director		and Simulationary
OR  (By an incorporator if adopted by the incorporators)  JESUS FERNANDEZ Typed or printed name Secreatary/Director		OR
(By an incorporator if adopted by the incorporators)  JESUS FERNANDEZ Typed or printed name Secreatary/Director		(By a director if adopted by the directors)
JESUS FERNANDEZ Typed or printed name Secreatary/Director		
Typed or printed name Secreatary/Director		(By an incorporator if adopted by the incorporators)
		JESUS FERNANDEZ Typed or printed name
Title		Secreatary/Director
		Title