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CORAL GABLES, FL 33134 (305)444-4994

(City, State, Zip)

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OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Marine upholstery, inc.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

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JUN 12 PM 12:03
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
JUN 12 2000
00 JUN 12 AM 10:21
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Examiner's Initials

ARTICLES OF AMENDMENT

FOR

MARINE UPHOLSTERY, INC.

FILED
JUN 12 PM 12:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1) THE ARTICLES TO BE AMENDED ARE:

ARTICLE VII DIRECTORS

SINCE FEBRUARY 24, 2000, THIS CORPORATION SHALL HAVE TWO (02) DIRECTOR, THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DIMINISHED FROM TIME TO TIME BY LAWS BUT SHALL NEVER BE LESS THAN ONE (1) DIRECTOR.

THE NAME AND ADDRESS OF THE DIRECTOR AND OFFICER OF THE CORPORATION ARE AS FOLLOW:

DIRECTOR

NAME	ADDRESS
ADRIANA MATILDE ULIVI	10354 NW 55 STREET SUNRISE, FL 33325
AGUSTINA FARIDA LUGO	10354 NW 55 STREET SUNRISE, FL 33325

ARTICLE VI REGISTERED OFFICE AND AGENT

THE REGISTERED OFFICE AND AGENT OF THIS SHALL BE:

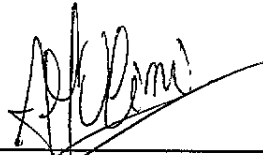
ADRIANA MATILDE ULIVI
10354 NW 55 STREET
SUNRISE, FL 33325

THE AMENDMENTS WERE ADOPTED BY THE BOARD OF DIRECTORS THIS SEPTEMBER 01, 1998. SHAREHOLDER ACTION WAS NOT REQUIRED IN ADOPTING THESE AMENDMENTS.

ADRIANA MATILDE ULIVI
DIRECTOR OF MARINE UPHOLSTERY, INC.


ADRIANA MATILDE ULIVI
DIRECTOR

I, ADRIANA MATILDE ULIVI , HEREBY AM FAMILIAR WITH AND ACCEPT THE
DUTIES -
AND RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION,

A handwritten signature in black ink, appearing to read 'Adriana Matilde Ulivi', written over a horizontal line.

ADRIANA MATILDE ULIVI
REGISTERED AGENT