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OFFICE USE ONLY (Document #) AZARUS CORPORATE FILING SERVICE (Requestor's Name) 3320 S.W. 87 AVENUE 07/31/00--01062--013 (Address) ******35.00 *****35.00 MIAMI, FLORIDA (305)552-5973 (City, State, Zip) TERESA ROMAN (TALLAHASSEE REPRESENTATIVE) OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): . (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) Certified Copy X Pick up lime / Walk in Certificate of Status Photocopy Will wait Mail out AMENDMENTS NEW FILINGS Amendment Profit Resignation of R.A., Officer/Director NonProfit Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication Merger Other G. COULLIETTE JUL 3 1 2000 REGISTRATION/ OTHER FILNGS QUALIFICATION Annual Report **Foreign Fictitious Name** Limited Partnership Name Reservation Reinstatement Trademark Examiner's Initials Other

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

MISS VENEZUELA USA, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit 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 I - NAME
being AMENDED TO:

SRTA. VENEZUECA, USA, INC.

FILED

OO JUL 31 PM 1: 0:
SECRETARY OF STATE
TALLAMASSEE FLORIDA

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 adoption: 7 - 26 - 2000.
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"
×	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 36 day of July , 3000.
Signatur	(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)
	Queling Chapulo- Typed or printed name
	DIRECTOR/PRESIDENT