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AZARUS CORPORATE FILING SERVICE (Requestor's Name) 3320 S.W. 87 AVENUE (Address) MIAMI, FLORIDA (305)552-5973 (City, State, Zip) (Phone #) TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)	FILED 00 OCT 10 PN 4: 09 SECRETARY OF STATE TALLAHASSEE, FLORIDA OFFICE USE ONLY
1. PRISOR INC. (Corporation Name) 2.	(Document #)
(Corporation Name) 3. (Corporation Name) 4. (Corporation Name) Walk in Pick up time 3.00	(Document #) (Document #) (Document #) Certified Copy
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October 3, 2000

LAZARUS

TALLAHASSEE, FL

SUBJECT: PRISOR, INC. Ref. Number: P00000018073

We have received your document for PRISOR, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Registered agents cannot amend articles. You must have the signature of a director if adopted by directors.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6903.

Cheryl Coulliette Document Specialist

Letter Number: 500A00052363

DEPARIMENT OF STATE OF CORPORATION O

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



PRISOR, 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 IV INITIAL REGISTERED AGENT AND ADDRESS

DELETE: ORLANDO JIMENEZ

NEW: GONZALO ECHARTE MIRO

150 SE 2nd AVENUE (PARKING GARAGE)

MIAMI, FL. 33131

ARTICLE V DIRECTORS

DELETE: ORLANDO JIMENEZ

NEW: GONZALO ECHARTE MIRO

150 SE 2nd AVENUE (PARKING GARAGE)

MIAMI, FL. 33131

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:

, THRD:	The	date of each amendment's adoption: OCTOBER 2nd, 2000
		doption of Amendment(s) (CHECK ONE)
{	<u> </u>	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
1		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"
	X	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.
	Sim	ned this 2nd day of OCTOBER ,2000
Signatur	Hav	ing been name as registered agent and to accept the service (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
na Mg.		OR (By a director if adopted by the directors)
		OR
		(By an incorporator if adopted by the incorporators)
		GONZALO ECHARTE MIRO Typed or printed name
		DIR ector