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To:

Division of Corporations

Fax Number

: (850)205-0386

From:

Account Name : RODOLFO J. SUAREZ, INC.

Account Number : Il9990000270

ne : (305)718-4400

Fax Number

: (305)718-4408

O3 MAY -6 PH 4: 07 VISION OF CORFORATION

BASIC AMENDMENT

H & M (USA) CORP.

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$35.00

5/6/2003

follows:

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FILED 24.
03 MAY -6 PM 4: 07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

H & M (USA) Corp.

(present name)

P0000021012
(Document Number of Corporation (If known)

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)

To Amend Article VII - DELETE (b)Directors
Feisa Humberto Buitrago M. 601 Brickell Key Drive #501
Miami, FL 33131-2651

To Amend Article VIII - DELETE Officer
Feisa Humberto Buitrago M. President/Secretary
601 Brickell Key Drive #501
Miami, FL 33131-2651

ToAmend Article VII - ADD (b)Directors
Carlos A. Curvo

To Amend Article VIII-ADD Officer
Carlos A. Curvo

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

N. Miami Beach, FL 33161

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THIRD:	The date of each amendment's adoption: May 2, 2003
FOURTH	: Adoption of Amendment(s) (CHECK ONE)
0	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)
12	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 2nd day of May , 2003
Signature_	
	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shoreholders)
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	Feisa Humberto Buitrago M. (Typed or provided name)
	frypen or beingen smare)
	Director - President/Secretary (Tabe)

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