

P00000028207



ACCOUNT NO. : 072100000032

REFERENCE : 696980 4336650

AUTHORIZATION : *Patricia Pijoto*

COST LIMIT : \$ 43.75

FILED
00 MAY 15 PM 4:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

ORDER DATE : May 15, 2000

ORDER TIME : 10:07 AM

ORDER NO. : 696980-005

CUSTOMER NO: 4336650

100009252241--8

CUSTOMER: Ms. Michelle E. Smith
Baker & Mckenzie
19th Floor
1200 Brickell Avenue
Miami, FL 33131

DOMESTIC AMENDMENT FILING

NAME: REDROQ INTERNATIONAL, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Darlene Ward

EXAMINER'S INITIALS:

RECEIVED
00 MAY 15 AM 10:52
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
REDROQ INTERNATIONAL, INC.**

**FILED
00 MAY 15 PM 4: 14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

Pursuant to the provisions of Sections 607.1005 and 607.1006 of the Florida Business Corporation Act (the "Act"), the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation (document number P00000028207):

1. The name of the Corporation is RedRoq International, Inc. (the "Corporation").
2. In order to change the principal address of the Corporation, Article I of the Articles of Incorporation of the Corporation is hereby amended in its entirety to read as follows:

ARTICLE I - NAME

The name of this corporation is **RedRoq International, Inc.** and its principal address is CCS 6295, 4440 N.W. 73rd Avenue, Miami, Florida 33166.

- Bob*
3. In order to change the principal address of the initial directors of the Corporation, Article VI of the Articles of Incorporation of the Corporation is hereby amended in its entirety to read as follows:

ARTICLE VI - INITIAL BOARD OF DIRECTORS

CP
MA

The Corporation shall have three (3) initial directors. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the directors of this Corporation are:

<u>Name</u>	<u>Address</u>
Bernardo Beyer	CCS 6295 4440 N.W. 73 rd Avenue, Miami, Florida 33166
Richard Adler	CCS 6295 4440 N.W. 73 rd Avenue, Miami, Florida 33166

Name

Address

Irvin Cordes

CCS 6295
4440 N.W. 73rd Avenue,
Miami, Florida 33166

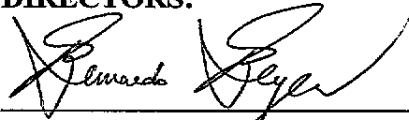
4. This Amendment to the Articles of Incorporation of the Corporation shall be effective at the time of filing with the Secretary of State of the State of Florida.

5. The foregoing Articles of Amendment to the Articles of Incorporation was unanimously adopted by the Board of Directors of the Corporation pursuant to a written consent on April 1, 2000 and shareholder action was not required.


IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this 1st day of April, 2000.

REDROQ INTERNATIONAL, INC.

DIRECTORS:



Bernardo Beyer



Richard Adler



Irvin Cordes