ATTORNEYS AND COUNSELORS AT LAW

MAILING ADDRESS: PMB 147 2611 NORTH HIATUS ROAD COOPER CITY, FL 33026

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June 16, 2000

Division of Corporations P. O. Box 6327, Tallahassee, FL 32314.

900003308978-06/29/00--01063--008

Re: Filing Articles of Amendment/3AM COMMUNICATIONS CORP.

Dear Sir/Madam:

Enclosed please find the following documents with regard to the above matter:

- Original Certificate of Amendment, Returned 1.
- Original Articles of Amendment and 2.
- Company check in the amount of \$35. 3.

Please file the Articles of Amendment at your earliest convenience. If you have any questions, please do not hesitate to call me.

aroly Pedersen, Esq.

For the Firm

CP/ce

Cc:

3AM COMMUNICATIONS CORP.

Amend

V. SHEPARD JUL 1 4 2000

PRACTICE LIMITED TO U.S. IMMIGRATION AND NATIONALITY LAW AND OTHER FEDERAL MATTERS

ARTICLES OF AMENDMENT 3AM COMMUNICATIONS CORP.

The following provisions of the ARTICLES OF INCORPORATION of 3AM COMMUNICATIONS CORP., a Florida corporation, duly filed in Tallahassee, Florida, be and are hereby amended with the following particulars:

Article 6 – Directors: The names and addresses of the present directors of this corporation are:

Armando J. Mantilla 10025 NW 46th Street, #201 Miami, Florida 33178

Adriana M. Mantilla 10025 NW 46th Street, #201 Miami, Florida 33178

Lothar D. Levy 5403 NW 109th Court Miami, Florida 33178

Delia E. Pazmino 5403 NW 109th Court Miami, Florida 33178

The foregoing amendments were adopted by unanimous consent of the shareholders and directors of the corporation on June 13, 2000.

IN WITNESS WHEREOF, the undersigned directors and shareholders have executed these Articles of Amendment this 13th day/of June 2000 A.D.

witness

Witness

Armando J. Mantilla/Director

Witness

Adriana/M. Mantilla/Director

Witness

Lothar D. Levy/Director

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. Witness of the	Delia E. Pazmino/Director
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Witness /	
State of Florida))ss	
County of Broward)	
in the State and County named a Armando J. Mantilla, to me kr	on this day, before me, a Notary Public duly authorized above to take acknowledgements, personally appeared flown to be the person who executed the foregoing and he/she acknowledged before me that he/she arpose therein set forth.
DATED this 13th day of Ju	NOTARY PUBLIC
My Commission Expires:	CAROL LEE PEDERSEN
Personally known to me or Produced ID:	NOTARY PUBLIC - STATE OF FLORIDA COMMISSION # CC878893 EXPIRES 11/30/2003 BONDED THRU ASA 1-888-NOTARY3
State of Florida)	
County of Broward)	
in the State and County named Adriana M. Mantilla, to me kr	on this day, before me, a Notary Public duly authorized above to take acknowledgements, personally appeared flown to be the person who executed the foregoing and he/she acknowledged before me that he/she urpose therein set forth.
DATED this 13th day of J	NOTARY PUBLIC
My Commission Expires:	
Personally known to me or Produced ID:	CAROL LEE PEDERSEN NOTARY PUBLIC - STATE OF FLORIDA COMMISSION # CC878893 EXPIRES 117302003 BONDED THRU ASA 1-888-NOTARY1

State of Florida)ss	
County of Broward)	
in the State and County named above to take acknowledgements, personally appeared Lothar D. Levy, to me known to be the person who executed the foregoing ARTICLES OF AMENDMENT and he/she acknowledged before me that he/she executed the foregoing for the purpose therein set forth.	
DATED this 13th day of June, 2000. NOTARY PUBLIC	
My Commission Expires: CAROL LEE PEDERSEN	
Personally known to me or EXPIRES 11/30/2003 - EXPI	
State of Florida))ss	
County of Broward)	
I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared Delia E. Pazmino, to me known to be the person who executed the foregoing ARTICLES OF AMENDMENT and he/she acknowledged before me that he/she executed the foregoing for the purpose therein set forth.	
DATED this 13th day of June, 2000. NOTARY PUBLIC	
My Commission Expires:	
Personally known to me or Produced ID:	