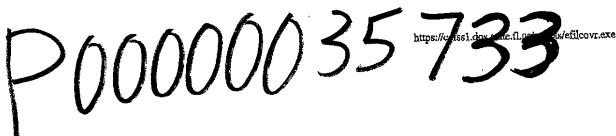
Division of Corporations



Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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(((H01000019986 8)))

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To:

Division of Corporations

Fax Number

: (850)922-4000

: FAS-T CORP. AGENTS, INC. Account Name

Account Number : 071001002335 (305) 599-0839

Pax Number

(305)716-0346

# BASIC AMENDMENT

PROGRESS 2000, CORP.

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

50)487-6013



#### FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

February 26, 2001

PROGRESS 2000, CORP. 7860 HARDING AVE. #1B MIAMI BEACH, FL 33141

SUBJECT: PROGRESS 2000, CORP.

REF: P00000035733

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

The capacity of the person signing the document must be typed or printed beneath or opposite the 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) 487-6906.

Darlene Connell Corporate Specialist FAX Aud. #: H01000019986 Letter Number: 301A00012019 50)487-6013



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 23, 2001

PROGRESS 2000, CORP. 7860 HARDING AVE. #1B MIAMI BEACH, FL 33141

SUBJECT: PROGRESS 2000, CORP.

REF: P00000035733

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The capacity of the person signing the document must be typed or printed beneath or opposite the 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) 487-6906.

Darlene Connell Corporate Specialist FAX And. #: E01000019986 Letter Number: 401A00011468

## ARTICLES OF AMENDMENT

TO

#### ARTICLES OF INCORPORATION

OF

# PROGRESS 2000, CORP.

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)

ADD:

IGNACIO RUIZ, AS NEW REGISTERED AGENT

#### ARTICLE VII

### DELETE:

FRANK SOTO, RESIGNED AS PRESIDENT ON 01/17/01 7860 HARDING AVE. # IB MIAMI BEACH, FL 33141

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:

THURD: The date of each amendment's adoption: 01/17/01

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 amendments(s):

		of	votes	cast	for	the	amendment(s)	was/were	sufficient	for
appro	val by									
							voting group			

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SECRETARY OF STATE DIVISION OF CORPORATIONS

#### H01000019986 8

- The amendment(s) was/were adopted by the board of directors withour 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.

Signature (by the Chairman or God Chairman of the Board of Directors. President or other officer if adopted by the sharcholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Torucio Rozz / PRESIDENT.
Typed or printed name

# CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the corporation is: PROGRESS 2000, CORP.
- The name and address of the registered agent and office is:
   IGNACIO RUIZ
   7111 HARDING AVENUE
   MIAMI BEACH, FL 33141

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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE:	IGNACIO RUIZ	
DATE:	1/17/01	