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April 12, 2000

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

600003212556--3
-04/18/00-01053-009
*****43.75 *****43.75

RE: ARTICLES OF AMENDMENT to
ARTICLES OF INCORPORATION of
GOLDEN SEAS OF MIAMI BEACH, INC.

Dear Sir or Madam:

Enclosed is an original and one (1) copy of the Articles of Amendment to the Articles of Incorporation for Golden Seas of Miami Beach, Inc. and a check for \$35.00 (filing fee) and \$8.75 (one certified copy) for a total amount of \$43.75.

I also enclose a stamped self-addressed envelope for return of the certified copy of the Articles of Amendment.

Thank you for your attention to this matter. If you have any questions or concerns, please contact me at the number listed above.

Very truly yours,

CAMELIA A. MARCELINO

*Amend
4-26-00
MMS*

FILED
00 APR 18 AM 10:28
TALLAHASSEE, FLORIDA
DIVISION OF STATE

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
GOLDEN SEAS OF MIAMI BEACH, INC.**

FILED
00 APR 18 AM 10:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

Article V of the Articles of Incorporation for GOLDEN SEAS OF MIAMI BEACH, INC. is hereby amended to read as follows:

ALBERTO FEDERICO COLOMBANO
ADRIANA DEL VALLE FERREYRA

President, Secretary
Vice President, Treasurer

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:

The full amount of common shares for the company (1,000) is hereby distributed as follows:

ALBERTO FEDERICO COLOMBANO
ADRIANA DEL VALLE FERREYRA

President, Secretary 50%
Vice President, Treasurer 50%

THIRD: The date of each amendment's adoption: April 12, 2000

FOURTH: Method of Adoption of Amendments - The Amendments were approved by the shareholders and adopted by the Board of Directors by written consent to action. The number of votes cast for the amendments were sufficient for approval.

Signed this 12th day of APRIL, 2000

Signature: _____

ALBERTO FEDERICO COLOMBANO
President, Secretary

Signature: _____

ADRIANA DEL VALLE FERREYRA
Vice President, Treasurer