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ATTORNEY AND COUNSELOR AT LAW

NATIONS BANK BUILDING 407 LINCOLN ROAD MIAMI BEACH, FLORIDA 33139 TELEPHONE (305) 538-3048 FAX:(305) 538-2948 la dama@bellsouth.net

April 12, 2000

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

TARTICLES OF AMENDMENT to RE: 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.

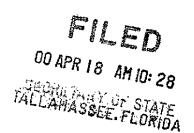
Thank you for your attention to this matter. If you have any questions or concerns, please contact me at the number listed above.

Very truly yours,

CAMELIA A. MARCELINO

Myp-00

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



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
Vice President, Treasurer

50% 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.

Signature:

markle

12st day of APRIL, 2000

ALBERTO FEDERICO COLOMBANO President, Secretary

Signed\this

Signature:

ADRÍANA DEL VALLE FERREYRA

Vice President, Treasurer