


# 2004 FOR PROFIT CORPORATION AMENDED ANNUAL REPORT

<b>DOCUMENT # P00000046701</b>		
1. Entity Name <b>DIRECT XCHANGE CORPORATION</b>		

Principal Place of Business <b>2933 COLLINS AVENUE MIAMI BEACH, FL 33140</b>	Mailing Address <b>2933 COLLINS AVENUE MIAMI BEACH, FL 33140</b>
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2. Principal Place of Business		3. Mailing Address	
Suite, A, I, #, etc.		Suite, Apt. #, etc.	
City & State		City & State	
Zip	Country	Zip	Country

12092004 Chg-P CR2E034 (10/03)

4. FEI Number <b>65-1019316</b>	Applied For Not Applicable
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5. Certificate of Status Desired <input type="checkbox"/>	<b>\$8.75</b> Additional Fee Required
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6. Name and Address of Current Registered Agent		7. Name and Address of New Registered Agent	
<b>SCHIANO, GERARDO 14001 HARPER FERRY ST DAVIE, FL 33325</b>		Name	
		Street Address (P.O. Box Number is Not Acceptable)	
		City	FL Zip Code

8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.

SIGNATURE \_\_\_\_\_ (NOTE: Registered Agent signature required when reinstating) DATE \_\_\_\_\_

<b>Amended AR is \$61.25</b>	9. Election Campaign Financing Trust Fund Contribution. <input type="checkbox"/>	<b>\$5.00</b> May Be Added to Fees
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10. OFFICERS AND DIRECTORS		11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	PD SCHIANO, GERARDO 14001 HARPER FERRY ST DAVIE, FL 33325 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	P, D, S Kozloviz, Sergio 20020 NW 83ct. Miami, FL 33015 <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	SD BLOCHENE, ROBERTO 12259 N.W. 32ND MANOR SUNRISE, FL 33323 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	VP, D Schiavo, Gerardo 14001 Harper Ferry Street Davie, FL 33325 <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	TD BLOCHENE, MARCELO 12259 N.W. 32ND MANOR SUNRISE, FL 33323 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition

12. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes, and that my name appears in Block 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.

**SIGNATURE:**  **12-09-2004** **954-494-7375**  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

APPROVED  
AND  
FILED

04 DEC 14 PM 4:25

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



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PS 232

**UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS  
OF  
DIRECT XCHANGE CORPORATION**

The undersigned Directors of Direct Xchange Corporation, a Florida corporation (the "Corporation"), does hereby consent to the following actions pursuant to Section 607.0821 of the Florida Business Corporation Act:

**RESOLVED**, that the following person is appointed to the offices of the Corporation set forth next to his name, to serve in such capacities until the first annual meeting of the Directors or until his successor or successors have been duly elected and qualified or until his earlier resignation, removal or death:

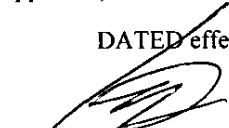
- **President, Secretary: Sergio Kozloviz**
- **Vice President : Gerardo Schiavo**

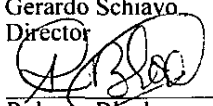
**RESOLVED**, that for the purpose of authorizing the Corporation to do business in any state, territory or dependency of the United States or any foreign country in which it is necessary or expedient for this Corporation to transact business, the above-named officers of this Corporation are hereby authorized to appoint and substitute all necessary agents or attorneys for service of process, to designate and change the location of all necessary statutory offices and, under the Corporate Seal, to make and file all necessary certificates, reports, powers of attorney and other instruments as may be required by the laws of such state, territory, dependency or country to authorize the Corporation to transact business therein.

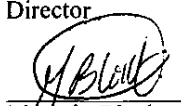
**RESOLVED**, that the above named officers, be, and are is hereby authorized to apply for and receive loans in the name of the corporation, sign contracts, open, and to designate authorized signatories in connection therewith, any brokerage, bank, savings and loan or securities accounts as they may deem necessary or appropriate at any institution, and to endorse any checks, drafts, notes, orders and other documents payable to the corporation and to give trading instructions with respect to any brokerage account; to deposit them in such accounts; and to draw and sign checks on such accounts in the name of the corporation, and to execute all other documents and carry out all other activities that are normal and customary for their positions as officers of the corporation.. The Board of Directors hereby adopts any resolutions required by such institutions and brokerage houses in connection with the aforementioned accounts.

**RESOLVED**, that in addition to and without limiting the foregoing, the above named officer of the Corporation be, and is authorized to take, or cause to be taken, such further action, and to execute and deliver, or cause to be delivered, for and in the name and on behalf of the Corporation, all such instruments and documents as such officer may deem appropriate in order to effect the purpose or intent of the foregoing resolutions (as conclusively evidenced by the taking of such action or the execution and delivery of such instruments, as the case may be) and all actions heretofore taken by the officers and agents of the Corporation in connection with the subject of the foregoing recitals and resolutions be, and hereby are, approved, ratified and confirmed in all respects as the act and deed of the Corporation.

DATED effective as of December 1, 2004

  
\_\_\_\_\_  
Gerardo Schiavo  
Director

  
\_\_\_\_\_  
Roberto Blochene  
Director

  
\_\_\_\_\_  
Marcelo Blochene  
Director