

SUNSTATE TRADING CORPORATION

LOCATED AT

(REMOTE RESPONSE CORPORATION)

11000 NW 32nd AVENUE, MIAMI, FL 33167

P00000049563

November 14, 2000

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*****35.00 *****35.00

Division of Corporations
Florida Department of State
PO Box 6327
Tallahassee, Florida 32314

Ladies and Gentlemen:

We are attaching the amendment to the articles of incorporation of our company duly signed and notarized.

We are including as well a check for US\$ 35.00 to cover the amendment fees.

Thank you for your cooperation to our request, we remain.

Sincerely yours,



Sunstate Trading Corporation
Al Perez, President

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AMENDMENT TO THE ARTICLES OF INCORPORATION OF

SUNSTATE TRADING CORP., a Florida Corporation

The following constitutes an Amendment to the Articles of Incorporation of SUNSTATE TRADING CORP., a Florida Corporation:

FIRST: Article 3 of said Articles shall henceforth read as follows:

The address of the principal office of this Corporation is 11000 N.W. 32nd Avenue, Miami, Florida 33167, and the mailing address is the same.

SECOND: Article 5 of said Articles shall henceforth read as follows:

The officers of the corporation shall be:

President:	Alberto Perez
Secretary:	Salomon V. Benarroch
Treasurer:	Samuel M. Salama T.
Vice-President:	Alberto M. Salama T.
Director:	Elias M. Salama T.

Whose addresses shall be the same as the principal office of the corporation.

THIRD: Article 6 of said Articles shall henceforth read as follows:

The Director(s) of the corporation shall be:

Alberto Perez
Salomon V. Benarroch
Samuel M. Salama T.
Alberto M. Salama T.
Elias M. Salama T.

Whose addresses shall be the same as the principal office of the corporation.

FOURTH: Article 13 of said Articles shall henceforth read as follows:

The registered office of this Corporation shall be located at 11000 N.W. 32nd Avenue, Miami, Florida 33167. The name and address of the registered agent of the corporation is Alberto Perez, 11000 N.W. 32nd Avenue, Miami, Florida 33167.

FIFTH: The President of the corporation is authorized to file said Amendment with the office of Secretary of State of Florida.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SIXTH: All other Articles of said corporation shall remain the same.

SEVENTH: The Amendment was adopted by the shareholders of the corporation on this First day of September, 2000.

SUNSTATE TRADING CORP.,
a Florida Corporation

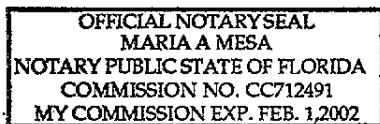
By: _____

Alberto Perez, President

STATE OF FLORIDA
COUNTY OF DADE

Before me, the undersigned authority, personally appeared Alberto Perez,, in his capacity as President of Sunstate Trading Corp., a Florida corporation, to me well known to be the person who executed the foregoing Articles of Amendment to the Articles of Incorporation and acknowledged before me, according to law, that he made and subscribed the same for the purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this FOURTEEN day of NOVEMBER, 2000.



Maria A. Mesa

Notary Public

STATE OF FLORIDA AT LARGE

Please Print: MARIA A. MESA

Commission Number: CC712491

Expiration Date: FEB 1, 2002