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FILED

00 AUG 23 AM 11:35

DEPT. OF STATE
TALLAHASSEE, FLORIDA

August 18, 2000

Via Airborne Express

AWB # 8062591530

Florida Department of State
Division of Corporations
Amendments Section
409 E. Gaines Street
Tallahassee, Florida 32399

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

Re: K.G. JAMES ASSOCIATES, INC.
Document No. P00000050801

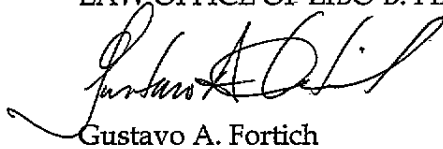
Dear Amendments Section:

Enclosed please find two original signed copies of the *Articles of Amendment to Articles of Incorporation of K.G. James Associates, Inc.* for filing with the Division of Corporations. Also enclosed is Trust Account No. 6456 in the amount of \$35.00 representing the required fee. A self-addressed stamped return envelope is enclosed for your convenience.

Do not hesitate to call should you have any questions or should you require any additional information. Thank you for your courtesies.

Very truly yours,

LAW OFFICE OF LIBO B. FINEBERG



Gustavo A. Fortich

/enclosure

Amend
9-6-00
MS

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
K.G. JAMES ASSOCIATES, INC.

FILED
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CLERK OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 617.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST

Amendments adopted:

1. ARTICLE VI DIRECTORS, is revoked in its entirety and amended to read as follows:

ARTICLE VI DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitations set forth in these Articles of Incorporation. The names and addresses of the _____ members of the Board of Directors are:

MICHAEL POMPA 3840 Lyons Road, Coconut Creek, Florida 33073

2. ARTICLE VII OFFICERS, is revoked in its entirety and amended to read as follows:

ARTICLE VII OFFICERS

The names and address of the _____ officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

MICHAEL POMPA, President, Treasurer, Secretary
3840 Lyons Road, Coconut Creek, Florida 33073

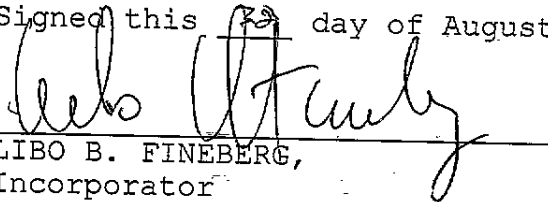
SECOND

The date of each amendment's adoption is August 22, 2000.

THIRD

The Amendments were adopted by the incorporator without shareholder action and shareholder action was not required.

Signed this 29 day of August, 2000.


LIBO B. FINEBERG,
Incorporator