

P00000063023

Florida Department of State
Division of Corporations
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TALLAHASSEE, FLORIDA

BASIC AMENDMENT
LINCOLN OF AMERICA, CORP.

Certificate of Status	1
Certified Copy	0
Page Count	04
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Faxed on 01/20/03

AMEND
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P.005/005

Audit Number (((H03000025368 9)))

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

RE: AMENDMENT OF ARTICLES

Corporation: LINCOLN OF AMERICA, CORP.

Document Number: P00000063023

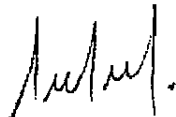
To whom it may concern,

We are sending the Amendment of the Articles of our Incorporation. We would like to ask you for a Certificate of Status, after the Amendments are registered.

Please send us also a Certificate of Status; stating this amendment has been processed.

If there is any other necessary information concerning this matter, please feel free to contact me. Thank you

Sincerely,



Siderlei D. Carlos
Secretary / Director

Audit Number (((E03000025368 9)))

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

LINCOLN OF AMERICA, CORP.

(Present name)

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:

Document # P00000063023

Filed on: 06/28/2000

First: Article(s) changed: AMENDED.

ARTICLE VI - SUBSCRIBERS

ARTICLE XVI - BOARD OF DIRECTORS OF INCORPORATION

Second: The date of Adoption of the Amendments.

Third: Adoption of Amendments.

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First: Articles AmendedARTICLE VI SUBSCRIBERS

The NEW name and street addresses and the number of shares of stock, subscribe to by each person signing these Articles of Incorporation are:

NAME	ADDRESS	SHARES
Celi Xavier President / Vice- President Treasurer / Director	16300 NE 19TH AVE SUITE #222 NORTH MIAMI BEACH, FL 33162	100%
Siderlei D. Carlos Secretary / Director	1574 NE 191 st Street # 452 NORTH MIAMI BEACH FL 33179	0%

ARTICLE XVI - BOARD OF DIRECTORS OF INCORPORATION

This corporation shall have TWO (2) directors. The number of Directors may be increased or diminished from time to time in accordance with by-laws adopted by the stockholders. The name and address or the Board of Directors of this corporation is:

NAME	ADDRESS
Celi Xavier President / Vice- President Treasurer / Director	16300 NE 19TH AVE SUITE #222 NORTH MIAMI BEACH FL 33162
Siderlei D. Carlos Secretary / Director	1574 NE 191 st Street # 452 NORTH MIAMI BEACH FL 33179

Second: The date of adoption of the amendments.
The date of adoption of the amendments is:

January 15, 2003

Audit Number (((H03000025368 9)))

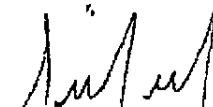
Third: Adoption of Amendment.

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

IN WITNESS WHEREOF, the undersigned being the original subscribers to the capital stock here for the purpose of forming a corporation to do business in the State of Florida, under the laws of the State of Florida, do make and file these Amendment of Articles of Incorporation, here by declaring and certifying that the facts herein stated all true and do agree to take the number of shares herein set forth and hereunto set our hands and seals this 15th day of January of 2003.



Celi Xavier
President / Vice- President
Treasurer / Director



Siderlei D. Carlos
Secretary / Director