

LAW OFFICE

Antonio E. Alonso

FIRST UNION BANK OF CORAL WAY

1699 CORAL WAY, SUITE 315

MIAMI, FLORIDA 33145

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P00000075040

October 23, 2000

Secretary of State
Corporate Division
P. O. Box 6327
Tallahassee, FL 32314

Re: Articles of Amendment of **RODENA PRODUCTIONS, INC.**

400003441064--3
-10/26/00--01096--005
*****35.00 *****35.00

Dear Gentleman or Madam:

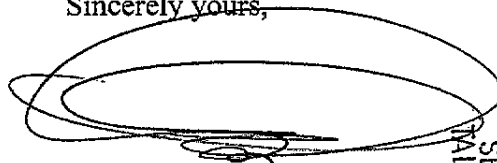
Enclosed please find our office account check in the amount of \$35.00, in order to file the Articles of Amendment to above described corporation.

Please return a certified copy to the undersigned, whose address is:

1699 Coral Way, Suite 315
Miami, Florida 33145

Thank you for your kind attention and cooperation to this matter.

Sincerely yours,



ANTONIO E. ALONSO, ESQ.

AEA/og

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*all 11-3
Amend*

**ARTICLES OF AMENDMENT TO THE ARTICLES
OF INCORPORATION
OF
RODENA PRODUCTIONS, INC.**

Pursuant to the provisions of Section 607.1006 the Florida General Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

1. The name of the corporation is:

RODENA PRODUCTIONS, INC.

2. Amendments adopted: The new directors and officers of the corporation are as follows:

Directors:	JOSE RODENA YOLANDA DEL COLLADO
President:	JOSE RODENA
Vice-President:	YOLANDA DEL COLLADO
Secretary:	YOLANDA DEL COLLADO
Treasurer:	YOLANDA DEL COLLADO

3. The principal place of business shall be amended to read as follows:

2601 West 60th Place
Hialeah, Florida 33016

4. The mailing address shall be amended to read as follows:

P. O. Box 161254
Hialeah, Florida 33016

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TALLAHASSEE, FLORIDA

5. The number of shares voted in favor of such amendment was one hundred (100), and the number of shares voted against such amendment was none.

6. The amendments were adopted on the 20th day of October, 2000.

7. The amendments were duly approved by the shareholders in accordance with section 607.1006.

DATED: October 20, 2000.

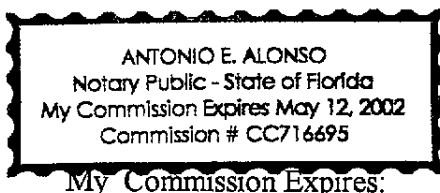
BY: *Jose Rodena*
JOSE RODENA,
as President

ATTEST: *Yolanda Del Collado*
YOLANDA DEL COLLADO,
as Secretary

STATE OF FLORIDA)
 (SS
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, personally appeared **JOSE RODENA and YOLANDA DEL COLLADO**, as President and Secretary, who are to me well known to be the person described in and who subscribed the above Articles of Amendment to the Articles of Incorporation, and they did freely and voluntarily acknowledge before me according to law that they made and subscribed the same for the use and purposes therein mentioned and set forth, that I relied upon the following form ____ of identification of the above-named persons: Valid Florida Driver's Licenses and that an oath (was) (was not) taken.

IN WITNESS WHEREOF, We have hereunto set our hands and official seal, at Miami, in the said County and State this 20th day of October, 2000.



[Signature]
NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE