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: EMPIRE CORPORATE KIT COMPANY Account Name

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BASIC AMENDMENT

CASA ANTIGUA, CORP.

Certificate of Status	O
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Page Count	63
Estimated Charge	\$35.00

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

November 30, 2000

CASA ANTIGUA, CORP. 3925 NORTH MIAMI AVE. 2FL MIAMI, FL 33127

SUBJECT: CASA ANTIGUA, CORP.

REF: P00000080661

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Susan Payne Senior Section Administrator

FAX Aud. #: H00000062562 Letter Number: 600A00060892

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

CASA ANTIGUA, CORP.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation,

Amendment adopted: Exchange

Article VI Article VII Article VIII

LOCATION Article VI

1885 N.E. 208 Terr

North Miami Beach, FL 33179

Article VII BOARD OF DIRECTORS

NAME

ADDRESS

Manuel Brosntein

1885 N.E. 208 Terr

President

North Miami Beach, FL 33179

Liliane Levy

1885 N.E. 208 Terr

Vice President

North Miami Beach, FL 33179

Article VIII SUBSCRIBERS

NAME

ADDRESS

SHARES

Manuel Brosntein

1885 N.E. 208 Terr

50%

North Miami Beach, FL 33016

Liliane Levy

1885 N.E. 208 Terr

50%

North Miami Beach, FL 33016

PREPARED BY: ERNESTO HUERTAS, ACCOUNTANT E & V GREAT PROFESSIONAL, INC 5545 S.W. 8 ST Ste 107 MIAMI, FL 33134 TEL: (305) 265-1566

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SECOND:

The date of each amendment's adoption September 12, 2000

THIRD:

Adoption of Amendment

- (X) The amendment was/were approved by the shareholders. The number of votes cast for the amendment was/were sufficient for approval.
- () The amendment was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment: "The number of votes east for the amendment was/were sufficient for approval by.
- () The amendment was/ were adopted by the board of directors without shareholder action and shareholder action was not required.
- () The amendment was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 12 day of September, 2000.

Signature

Manuel Brosntein President

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