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EMPIRE CORPORATE KIT COMPANY

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BASIC AMENDMENT

TELE-MATRIX GROUP, INC.

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Certificate of Status	0
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Estimated Charge	\$35.00

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EMPIRE CORP

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ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

TELE-MATRIX GROUP, INC.

Pursuant to the provisions of section 607,1006. Florida Statues, this corporation adopts the following articles of amendments to its articles of incorporation.

FIRST: Amendment(s) adopted:

ARTICLE I.- CORPORATION NAME

TELE-MATRIX GROUP, INC. (DELETED)

T-MATRIX GROUP, INC.

(ADDED)

ARTICLE VII - OFFICERS

NAME	TITLE	ADDRESS	
SONIA FERNANDEZ	VICE-PRES, SECRETARY	6740 ROYAL PALM E MIAMI, FL <u>33</u> 157	
RUBEN TRAVILSO	SECRETARY	2219 S.W 57TI AVE CORAL GABLES, F	(DELETED) L 33155
RUBEN TRAVIESO	VICE-PRESIDENT	2219 S.W 57 TH AVE CORAL GABLES, F	(ADDED)
ARTICLE VIL- STOCK OW	NERSIIIP	<u>Shares</u>	
LUZ RESTREPO	6294 S.W 42 ^{NT} STREET CORAL GABLES, FL 3313	30 4	(DELETED)
MIGUEL DIAZ	14631 S.W 148 TH ST. CIRC MIAMI, FL 33196	LE 30	(DELETED)
LAZARO A. FERNANDEZ	5740 ROYAL PALM DR MIAMI, FL 33157	60	(ADDED)

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if no contained in the amendment itself, is as follows:

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THIRD	The date of each amendment's adoption: 08/05/02		
FOURT	H: Adoption of Amendment(s) (check one)		
$\not\bowtie$	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.		
	The amendment(s) was/were approved by the shareholders though voting groups.		
	The follow my statement must be separately provided for each voting group entitled to vote separately on the amendment(s):		
	The number of votes cast for the amendment(s) was/were sufficient for approval by		
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.		
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.		
	Signed this 21 day of AuGUST 20 02		
	(By the Chairman or Vice Chairman of the board of Directors, President or other officer if adopted by the shareholders)		
	OR		
	(By a director if adopted by the directors)		
	OR		
	(By an incorporator if adopted by the incorporators)		
LAZARO A. FERNANDEZ			
Typed or printed name			

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EMPIRE CORP

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PRESIDENT

Title

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