

JAN-08-2002 TUE 12:39 PM FROM:

FAX:

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Division of Corporations

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P000000104693

Florida Department of State

Division of Corporations

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Katherine Harzis, Secretary of State

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((H02000001766 3)))

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To:

Division of Corporations

Fax Number : (850) 205-0380

From:

Account Name : GENESIS ACCOUNTING SERVICES, CORP.

Account Number : I200000000018

Phone : (954) 420-0051

Fax Number : (954) 420-0331

2002 JAN -7 PM 4: 01

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DIVISION OF CORPORATIONS

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DIVISION OF CORPORATIONS

BASIC AMENDMENT

GRAND STONE, INC.

Certificate of Status	1
Certified Copy	0
Page Count	05
Estimated Charge	\$43.75

Amendment
1/7/2002
De

Audit Number (((H020000001766 3)))

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

RE: AMENDMENT OF ARTICLES

Corporation: GRAND STONE, INC.
Document Number: F000000104693

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.

We are including the Fees at the amount of US\$ 43.75. 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,



GRAND STONE, INC.
NUNO MENDES BATISTA ROSA
Vice-President
9450 SW 8th Street # 2
Boca Raton, FL 33428

Audit Number (((H02000001766 3)))

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

GRAND STONE, INC.

(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 # P00000104693

Deerfield Beach - Florida - January 3, 2002.

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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DIVISION OF CORPORATIONS
2002 JAN -7 PM 4:01

Audit Number ((H020000001766 3)))

First: Articles Amended

ARTICLE VI - SUBSCRIBERS

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

NAME	ADDRESS	SHARES
NUNO MENDES BATISTA ROSA Vice- President / Treasurer	9450 SW 8 th Street # 2 Boca Raton, FL 33428	50%
DENNIS PIRES President / Secretary	1009 North Ocean Blvd Apt # 210 Pompano Beach, FL 33062	50%

ARTICLE XVI - BOARD OF DIRECTORS OF INCORPORATION

This corporation NOW 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 of the Board of Directors of this corporation now is:

NAME	ADDRESS
NUNO MENDES BATISTA ROSA Vice- President / Treasurer	9450 SW 8 th Street # 2 Boca Raton, FL 33428
DENNIS PIRES President / Secretary	1009 North Ocean Blvd Apt # 210 Pompano Beach, FL 33062

Second: The date of adoption of the amendments

The date of adoption of the amendments is:

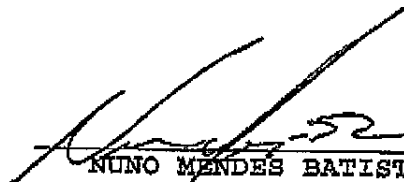
January 3, 2002


Audit Number (((H02000001766 3)))

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 3rd day of January of 2002.


NUNO MENDES BATISTA ROSA
Vice-President / Treasurer
Director


DENNIS PIRES
President / Secretary
Director