

P000000105736

STUDIO LUCIFERO, INC.

1457 DREXEL AVE, MIAMI BEACH FL 33139 - PHONE 305 - 535 1122 - FAX 305 535 1144

Miami Beach, January 14, 2002

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

000004778330--3
-01/16/02--01062--004
*****35.00 *****35.00

Re : Reinstatement application and fee.
Change of registered agent and fee.
Amendment to Articles of incorporation and fee.

Sir,

Please find attached the corporation reinstatement form and a check of \$300 representing the corporation fees for 2001 and 2002. We did not receive the Uniform Business Report for 2001, the address stated 33 Island Avenue instead of 3 Island Avenue.

Please make a note of the new address of the corporation :
1457 Drexel Avenue
Miami Beach FL 33139
Phone : 305 532 2252
Fax : 305 535 1144
Email : studiolucifero@bellsouth.net

FILED
02 JAN 16 AM 11:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Also enclosed the statement of change of Registered agent with a check of \$ 35 for the fee and the Articles of Amendment of Incorporation with a check of \$ 35 for the fee.

The new directors of the corporation are :
Roberto Lucifero, as President
3, Island Avenue, # 9-E
Miami Beach FL 33139

Amend

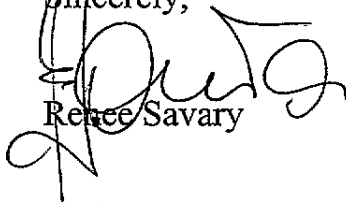
JAN 22 2002

Andrea Conte, as Vice-President
3, Island Avenue, # 9-E
Miami Beach FL 33139

Renee Savary, as Corporate Secretary
5, Island Avenue, # 10-J
Miami Beach FL 33139

We have just send our application for the FEIN and did not get it back as of yet.

Sincerely,



Renee Savary

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

STUDIO LUCIFERO, INC.

P00000105736
(Document Number of Corporation)

FILED
JAN 16 AM 11:01
SECRETARY OF STATE
PALM BEACH, FLORIDA

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:

First: Amending Article VI, Board of Directors

This Corporation shall have 3 Directors constituting the Board of Directors. The name and addresses of the Directors of this Corporation are:

1. Roberto Lucifero
3, Island Avenue, # 9-E
Miami Beach FL 33139
2. Andrea Conte
3, Island Avenue, # 9-E
Miami Beach FL 33139
3. Renee Savary
5, Island Avenue, # 10-J
Miami Beach FL 33139

Second: The officers of the Corporation are as follows:

Roberto Lucifero, as President
3, Island Avenue, # 9-E
Miami Beach FL 33139

Andrea Conte, as Vice-President
3, Island Avenue, # 9-E
Miami Beach FL 33139

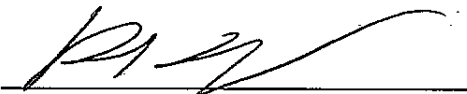
Renee Savary, as Corporate Secretary
5, Island Avenue, # 10-J
Miami Beach FL 33139

Third: The date of each Amendment's adoption: January 5, 2002

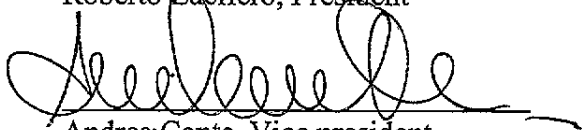
Fourth: Adoption of Amendment

The amendments were approved by the shareholders. The number of votes cast for the Amendment were sufficient for approval.

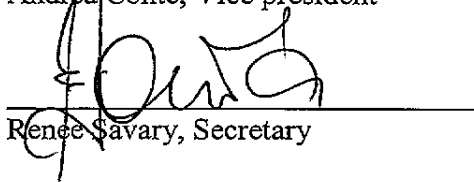
Signed this 5 day of JANUARY, 2002



Roberto Lucifero, President



Andrea Conte, Vice president



Renee Savary, Secretary