

P00000106360

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

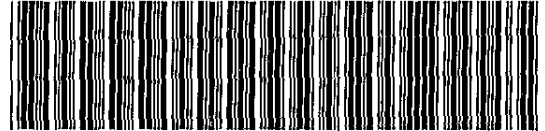
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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FILED
03 DEC -1 AM 9:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Amend
T. Lewis 12/2/03*



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

October 17, 2003

OVERSEAS RESOURCES, INC.
2013 HARDING STREET
HOLLYWOOD, FL 33020

SUBJECT: OVERSEAS RESOURCES, INC.
Ref. Number: P00000106360

We have received your document for OVERSEAS RESOURCES, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$35.00.

If you have any questions concerning this matter, please either respond in writing or call (850) 245-6905.

Thelma Lewis
Document Specialist Supervisor

Letter Number: 603A00056837

RECEIVED
03 DEC -1 PM 9:10
DIVISION OF CORPORATIONS

**CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION
OF
OVERSEAS RESOURCES, INC.**

We, the undersigned President and Secretary, respectively, of **OVERSEAS RESOURCES, INC.**, a corporation organized under the laws of the State of Florida and located in the City of Hollywood, Florida, hereby certify:

FILED
REC - 1
OCT 10 2003

1. The name of the corporation is **OVERSEAS RESOURCES, INC.**,
2. Article V of the Articles of Incorporation of **OVERSEAS RESOURCES, INC.** is

hereby amended to read:

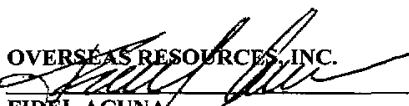
The street address of the principal office and mailing address of this corporation is 2013 Harding Street, Hollywood, Florida 33020. The name of the registered agent at that address is **ROBERT HENRY**.

3. Article VI of the Articles of Incorporation of **OVERSEAS RESOURCES, INC.**, is hereby amended to read:

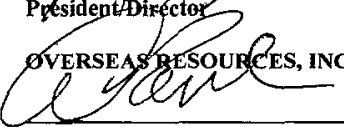
This corporation shall have two directors. The names and address of these directors are: **JOSE ARBULU**, 2643 Fillmore Street, Hollywood, Florida 33020, and **ANDREW TESSLER**, 2013 Harding Street, Hollywood, Florida 33020.

4. The foregoing Amendment was adopted by the Directors and by the Shareholders unanimously on October 10, 2003.

IN WITNESS WHEREOF, the undersigned President/Director and Secretary/Director of this corporation have executed this Certificate of Amendment of Articles of Incorporation, this 10 day of October, 2003.

OVERSEAS RESOURCES, INC.


FIDEL ACUNA
President/Director (SEAL)


OVERSEAS RESOURCES, INC.


ANDREW TESSLER
Secretary/Director (SEAL)

STATE OF FLORIDA)
) SS:
COUNTY OF Broward)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared FIDEL ACUNA, known to me and known by me to be the person who executed the foregoing Certificate of Amendment of Articles of Incorporation, and he acknowledged before me that he executed said Certificate of Amendment of Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 10 day of October, 2003..



NOTARY PUBLIC
My Commission Expires:

STATE OF FLORIDA)
) SS:
COUNTY OF _____)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared ANDREW TESSLER, known to me and known by me to be the person who executed the foregoing Certificate of Amendment of Articles of Incorporation, and he acknowledged before me that he executed said Certificate of Amendment of Articles of Incorporation.

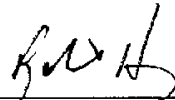
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this _____ day of October, 2003.

NOTARY PUBLIC
My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent of the above named corporation, the undersigned does hereby accept such appointment and does hereby agree to do all things necessary in order to carry out any and all duties required of such position.

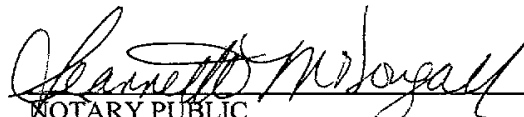
DATED this 15 day of October, 2003.



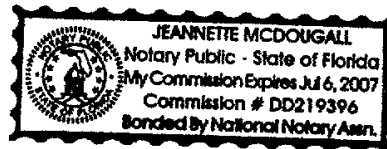
ROBERT HENRY

STATE OF FLORIDA)
) SS:
COUNTY OF Broward)

The foregoing instrument was acknowledged this 15 day of October, 2003, by ROBERT HENRY known to me personally.

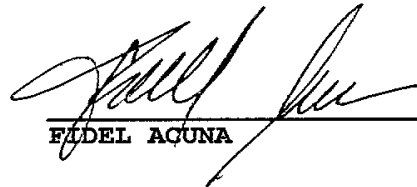


NOTARY PUBLIC
My Commission Expires:



RESIGNATION
FOR
FIDEL ACUNA
FROM
OVERSEAS RESOURCES, INC.

I, the undersigned President of OVERSEAS RESOURCES, INC., do hereby tender my resignation as officer and director to take effect immediately.


FIDEL ACUNA

DATED 10 day of October, 2003.