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FILED
2001 DEC 14 PM 1:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. INSURANCE SUPPORT GROUP III CORP.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

NEW FILINGS	
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<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
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<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
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<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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-12/14/01--01037--020
*****43.75 *****43.75

Amend. & N.C
C. Coulliette DEC 14 2001

Examiner's Initials

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

INSURANCE SUPPORT GROUP III CORP.

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TALLAHASSEE, FLORIDA

(present name)

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

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added (or delete)

ARTICLE I: NAME

The name of the corporation will be change to:

VALDERRAMA'S CORP.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1525 Meridian Ave suite 109, Miami Beach Fl. 33139

ARTICLE VI: DIRECTOR(S)

The name(s) of the director(s) in this corporation is (are):

Luis F. Valderrama - President
1525 Meridian Ave # 109
Miami Beach Fl. 33139
Farlemir Valderrama - Vice President
1525 Meridian Ave # 109
Miami Beach Fl. 33139

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 12/10/01.

FOURTH: Adoption of Amendment(s) (check one)

_____ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

_____ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

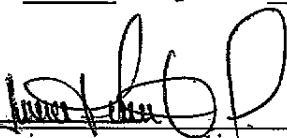
X The amendment(s) was/were approved by the shareholders.
The number of votes cast for the amendment(s) was/were sufficient for approval.

_____ The amendment(s) was/were approved by the shareholders through voting groups.

{The following 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 100%
(voting group)

Signed this 12 day of Dec, 19, 2001.

By 
(Chairman or Vice Chairman of the Board of Directors,
President or other officer if adopted by the shareholders)
OR
(A director or incorporator if adopted by the directors or
incorporators)

Luis F. Valdearama
(Typed or printed name)

President
(Title)