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BARTHOLE & ROSARIO

Professional Accountants

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Paulabarthole@aol.com

May 1, 2001

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-05/14/01--01138--003
*****35.00 *****35.00

Florida Dept. Of State
409 E. Gaines St.
Tallahassee, FL 32399

To Whom It May Concern:

Please file the enclosed Articles of Amendment to the Articles of Incorporation of **Eastern Financial Service, Inc.**, as soon as possible, and return a copy of the filed Articles, stamped by the State of Florida to me:

Paul A. Barthole
12855 SW 136 Ave., Ste. 106
Miami, FL 33186.

FILED STATE
SECRETARY OF CORPORATIONS
01 MAY 14 PM 2:45

Enclosed is a check for the \$35.00 filing fee.

Should you have any questions, please do not hesitate to call me at the number on the letterhead.

Thank you and best regards,


Paul A. Barthole
Managing Partner

PAB/pab
Enclosures(3)

Amend.

V. SHEPARD MAY 21 2001

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
Eastern Financial Service, Inc.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 MAY 14 PM 2:45

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: Amendments adopted:

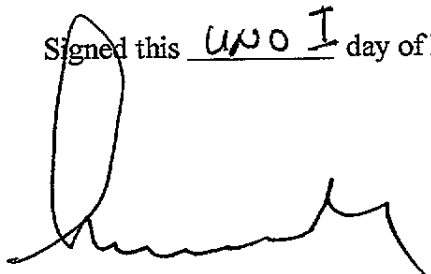
**ARTICLE IX
OFFICERS**

Sergio Foschini 12855 SW 136th Avenue, Suite 218 President

SECOND: The date of the amendment's adoption: May 1, 2001.

THIRD: The amendments were adopted by shareholder action whose signature appear below. The number of votes cast was sufficient for approval.

Signed this uno I day of May, 2001.



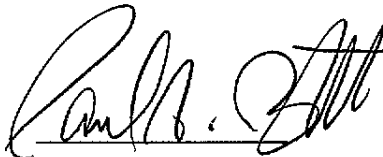
Eduardo A. Ferrer, Shareholder/*President*
50% Shareholder

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

BEFORE ME, a notary public, authorized to take acknowledgments in the state and county set forth above personally appeared Eduardo A. Ferrer, known to me and known by me to be the person who executed the foregoing Articles of Amendment to Articles of Incorporation, and whom acknowledged before me that he executed those Articles of Amendment to Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid this 1 day of May, 2001.



Paul A. Barthole
Commission # CG 908386
Expires Feb. 7, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

Notary Public