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

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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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G. Coullotte JUN 07 2002

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Examiner's Initials

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Amendment
To
Articles of Incorporation
Of
Miami Repo Inc.

Pursuant to the Provisions of section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation.

Amendment adopted to Article 11

Victor Cervantes has resigned his post as Director. As such, he shall be deleted as a director in the records of the undersigned corporation.

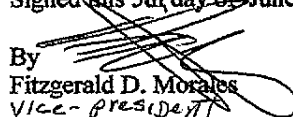
Accordingly, the name and address of the new Director are as follows:

Name	
Vincent A. Calvo	801 S. Federal Highway #206
President	Pompano Beach, FL 33062
Fitzgerald D. Morales	6910 N.W 179th Street #203
Vice-President	Miami, FL 33015

THE DATE OF THE ADOPTION OF THIS AMENDMENT IS: June 05, 2002

The Amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 5th day of June, 2002

By 
Fitzgerald D. Morales
Vice-President

By 
Victor Cervantes