

PO1000010504

Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H01000017796 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number : (850) 922-4000

From:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number : 072450003255

Phone : (305) 541-3694

Fax Number : (305) 541-3770

FILED
01 MAR -6 PM 4:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BASIC AMENDMENT

USACO WORLDWIDE, INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$35.00

AMEND
3-6
5

2/15/01 2:08 PM



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 15, 2001

USACO WORLDWIDE, INC.
7362 NW 72 AVENUE
MIAMI, FL 33166

SUBJECT: USACO WORLDWIDE, INC.
REF: P01000010504

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

PLEASE ADD AN OFFICER TITLE TO THE SIGNOR.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6880.

Karen Gibson
Corporate Specialist

FAX Aud. #: H01000017796
Letter Number: 401A00009733



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 6, 2001

USACO WORLDWIDE, INC.
7362 NW 72 AVENUE
MIAMI, FL 33166SUBJECT: USACO WORLDWIDE, INC.
REF: P01000010504

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please accept our apology for failing to mention this in our previous letter.

BOTH ARTICLES ARE LABELED "ARTICLE VIII". PLEASE CORRECT THE FIRST ONE TO READ "ARTICLE VII".

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6880.

Karen Gibson
Corporate SpecialistFAX Aud. #: H01000017796
Letter Number: 201A00013610

HO1000017796

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
USACO WORLDWIDE, INC.

PURSUANT TO THE PROVISIONS OF SECTION 607.1006, FLORIDA STATUTES THIS CORPORATION ADOPTS THE FOLLOWING ARTICLES OF AMENDMENT TO ITS ARTICLES OF INCORPORATION.

FIRST: AMENDMENTS ADOPTED:

ARTICLE VII DIRECTORS

THIS CORPORATION SHALL HAVE THREE DIRECTORS. THE NUMBERS OF DIRECTORS MAY BE INCREASED, OR DIMINISHED, FROM TIME TO TIME, BY BY-LAWS ADOPTED BY STOCKHOLDERS.

ROSAURA OCHOA CORTES
14504 SW 181 TERRACE
MIAMI, FLORIDA 33177

ALVARO YECID CORTES URIBE
9919 NW 122 STREET
HIALEAH GARDENS, FL 33018

CARLOS EUSEBIO TRIANA
14504 SW 181 TERRACE
MIAMI, FLORIDA 33177

ARTICLE VIII

BOARD MEMBERS

THE NAME AND TITLE OF THE MEMBERS OF THE BOARD OF DIRECTORS AND THE STATE OF CORPORATE OFFICERS IS AS FOLLOWS:

NAME	TITLE
ROSAURA OCHOA CORTES	PRESIDENT
ALVARO YECID CORTES URIBE	VICE-PRESIDENTE
CARLOS EUSEBIO TRIANA	SECRETARY

SECOND: THE AMENDMENT'S ADOPTION IS FEBRUARY 14, 2001.

THIRD: ADOPTION OF AMENDMENT

FILED
01 MAR - 6 PM 4:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HO1000017796

H01000017796

(X) THE AMENDMENTS WERE APPROVED BY THE STOCKHOLDERS. THE NUMBER OF VOTES CAST FOR AMENDMENTS WERE SUFFICIENT FOR APPROVAL.

SIGNED THIS 14 DAY OF FEBRUARY 2001.

SIGNATURE Rosaura Ochoa
(By officer representing the majority of shareholders). President

Rosaura Ochoa Cortes
Typed or printed name

DIRECTOR - Officer
Title

H01000017796