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BASIC AMENDMENT

508, INC.

Certificate of Status	0
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AMEND
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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
508, INC.

2

Pursuant to the provisions of Section 607.1006, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

RESOLVED that

FIRST: The following shall be REMOVED as officer / Director of the aforementioned corporation:

Mario Perel
3440 Hollywood Blvd., Ste 360
Hollywood, FL 33021

SECOND: The following shall be the new Director, President, Vice President, Secretary and Treasurer of the aforementioned corporation:

Jose Kavana
19500 Turnberry Way
Aventura, FL 33180

THIRD: The date of the Amendment's adoption was November 21, 2002.

FOURTH: The Amendment was adopted by the Board of Directors without Shareholder Action and Shareholder Action was not required.

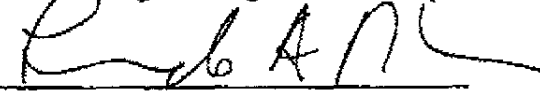
Signed this November 21, 2002.

508, INC.

X 
Mario Perel - DIRECTOR

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I hereby am familiar with the duties and responsibilities as registered agent for said corporation.


By: LEONARDO A. ROTH
Registered Agent

Prepared By:
Leonardo A. Roth, Esq.
3440 Hollywood Blvd., Ste 360
Hollywood, FL 33021
Tel: (954) 322-4280
Fl. Bar No.: 747793

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