POIDDDD19887

CERTIFIED PUBLIC ACCOUNTANTS

MEMBERS

AMERICAN AND FLORIDA

INSTITUTE OF

CERTIFIED PUBLIC ACCOUNTANTS

SUITE 516
LE JEUNE CENTRE
780 N.W.LE JEUNE ROAD
MIAMI, FLORIDA 33126
TELEPHONE
(305) 443-7122

June 13, 2001

Amendment Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

900004425449--9 -06/18/01--01132--015 ******43.75 ******43.75

RE: ZARINA ENTERTAINMENT CORP.

To whom it may concern:

Enclosed are the articles of amendment for the above mentioned company, and a check in the amount of \$43.75, \$35.00 to cover the filing fee and \$8.75 for copy of certified copy of the articles. Please mail it to: Vargas, Piedra & Co., at 780 N.W. Le Jeune Rd., Suite 516, Miami, Florida 33126.

If you should have any questions do not hesitate to call me.

Sincerely,

Aurelio A. Piedra, CPA

AAP/dci

P-9P-01 Freng OI JUN 18 PM 12: 08

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

OI JUN 18 PM 12: 08
TALLAHASSEE. FLORIDA

ZARINA ENTERTAINMENT CORP.

After a stockholder meeting held on June 12, 2001, It was resolved that the officers of the corporation shall be:

FIRST: Amendment adopted:

ARTICLE 5 (AMENDED)

THE OFFICERS OF THE CORPORATION SHALL BE:

President: GRACIELA BRACACCINI

Vice-President: MARTA INES LARROCA DE KOTTAR

Secretary: FLAVIO PABLO KOTTAR Treasurer: GRACIELA BRACACCINI

SECOND: The date of each amendment's adoption:

June 12, 2001.

THIRD: Adoption of Amendment

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

Signed this 12 day of June, 2001.

GRACIELA BRACACCINI

PRESIDENT