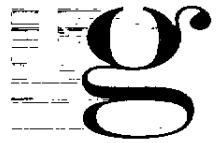


P01000024373

PATRICK J. GOGGINS, P.A.

First Union Financial Center - Suite 5100
200 South Biscayne Boulevard - Miami, Florida 33131-2340
305.530.8500 • fax 305.530.8557
pgoggins@projectlaw.com • www.projectlaw.com



March 20, 2002

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: **American Immigration and Visa Law Offices, PA.**
Document number P01000024373

400005155064-4
-03/26/02--01008--001
****113.75 ****78.75

Dear Division of Corporations representative:

Enclosed please find one (1) original and one (1) copy of the following for the above-referenced corporation.

Articles of Amendment	35.00
Statement of Change of Registered Office and Registered Agent	35.00
Officer/Director Resignation	35.00

Also enclosed please find a check in the amount of One Hundred Thirteen and 75/100 Dollars (\$113.75) for the filing fees, plus \$8.75 for a certificate of status. Thank you for your prompt assistance with this matter.

cc per me Goggins
400005155064-4
-03/26/02--01008--001
****113.75 ****43.75

Sincerely,

Patrick J. Goggins

encl
VIA USPS
Transmittal 2

Patrick Goggins
GAVE
AUTHORIZATION BY PHONE TO
CORRECT 2ND COPY
DATE *4/9/02* *for reference to separate*
DOC. EXAM *for reference to separate*
Ps

FILED
02 MAR 26 PM 12:02
TALLAHASSEE, FLORIDA
DEPT. OF STATE

Ps 4/9/02
Amew

**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF
AMERICAN IMMIGRATION AND VISA LAW OFFICES, PA**

Document Number: P01000024373

Pursuant to the provisions of section 607.1006, Florida Statutes, **American Immigration And Visa Law Offices, PA**, a Florida Professional Corporation, adopts the following articles of amendment to its articles of incorporation:

FIRST: Article II of the articles of incorporation regarding the Professional Corporation's principal place of business and mailing address are amended to indicate that the Professional Corporation's principal place of business and mailing address shall be:

1433 NW 13th Terrace
Miami, Florida 33125-2607

SECOND: Article V of the articles of incorporation regarding the Professional Corporation's initial registered agent is hereby amended to indicate that the Professional Corporation's registered agent is Karyn L. Todd, located at 1433 NW 13th Terrace; Miami, Florida 33125-2607.

THIRD: Article VI of the articles of incorporation regarding the Professional Corporation's initial board of directors is hereby amended to indicate that the board is now composed of: Frank J. Gaviria and Karyn L. Todd.

FOURTH: The date of each amendment's adoption was March 20, 2002.

FIFTH: The amendments were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval.

IN WITNESS WHEREOF, the undersigned, as Director, has executed the foregoing Articles of Amendment this 20th day of March 2002.



FRANK J. GAVIRIA

CLERK OF STATE
TALLAHASSEE, FLORIDA

02 MAR 26 PM 12:02

FILED

**CERTIFICATE DESIGNATING THE ADDRESS AND
AN AGENT UPON WHOM PROCESS MAY BE SERVED**

WITNESSETH: That **American Immigration and Visa Law Offices, PA**, desiring to organize under the laws of the State of Florida, which will have its principal offices in Florida, has named Karyn L. Todd, located at 1433 NW 13th Terrace; Miami, Florida 33125-2607, as its agent to accept service of process within this state.

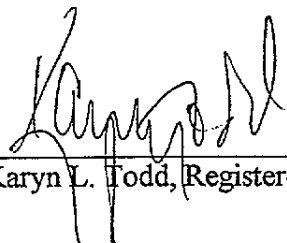
Dated this 20th day of March 2002.



FRANK J. GAVIRIA

ACKNOWLEDGEMENT: Having been named registered agent and to accept service of process for the above-named Professional Corporation, at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and accept the obligations of my position as registered agent

Dated this 20th day of March 2002.



Karyn L. Todd, Registered Agent