POIDOOO34535

ORLANDO, FL 32809 (407) 896-7921

I AM ENCLOSING A CHECK OF \$35 DOLLARS. PLEASE SEND ME A STAMPED COPY OF THE ARTICLES OF AMENDMENT.

THANK YOU.

800004762588--6 -01/09/02--01045--010 *****35.00 *****35.00

Amend.

V SHEPARD JAN 1 4 2002

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



MAGINIDE, INC.

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment (s) adopted: (indicate article number (s) being amended, added, or deleted)

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

COMMON STOCK- 100 SHARES NO PAR VALUE

WASHINGTON MUÑOZ- 100 SHARES

ARTICLE VI DIRECTORS

The company will be run by the board of directors. The directors are:

WASHINGTON MUÑOZ - PRESIDENT OLGRE MUÑOZ - VICE PRESIDENT

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

NONE

THIRD: The date of each amendment's adoption: retroactive July 12, 2001
FOURTH: Adoption of Amendment (s) (CHECK ONE)
The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
"The number of votes cast for the amendment(s) was/were sufficient for approval by
voting group
The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signed this 12th day of July 2001.
Signature: MASTATION SALVINO
(By the Chairman of Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
OR
(By a director if adopted by the directors)
OR
(By an incorporator if adopted by the incorporators)
WASHINGTON MUÑOZ
Typed or printed name
PRESIDENT Director
Title