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BASIC AMENDMENT

IL BABBO INVESTMENTS USA, INC.

Certificate of Status	0
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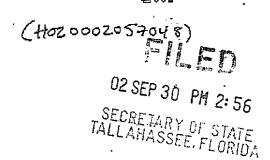
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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF IL BABBO INVESTMENTS USA, INC.

WHEREAS, the name of the Composition is II Babbo Investments USA, Iac.; and

WHEREAS, the Corporation was incorporated pursuant to the provisions of the Florida General Corporation Act, on April 9, 2001 and assigned document number P01000037030; and

WHEREAS, the undersigned Corporation, by and through its Directors and pursuant to the provisions of Section 607.1001 of the Florida Statutes, wishes to amend the aforesaid Articles of Incorporation; and

WHEREAS, the Bourd of Directors and Shareholders at a meeting hold on September 30, 2002 unanimously agreed to amend the aforesaid Articles of Incorporation in the manner hereinafter set forth:

NOW, THEREFORE, the undersigned hereby amends the Articles as follows:

1. Article I - Name of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

"ARTICLE I - Name

The name of this Corporation shall be:

THE BROTHERS USA, INC."

2. Except as modified becoin, the Articles of Incorporation of said Corporation shall be and remain in full force and effect.

IN WITNESS WHEREOF, these Articles of Amendment have been executed this 30th day of September, 2002.

IL BABBO INVESTMENTS USA, INC.,

a Florida corporation

Cárlos A. Alexandro, President