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AN INTERNATIONAL LAW FIRM

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July 12, 2001

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

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*****43.75 *****43.75

Re: THE METROPOLITAN 1501, INC.

Dear Sir/Madam:

In connection with the above-referenced matter, enclosed for filing please find *Articles of Amendment to Articles of Incorporation*, along with a check in the amount of \$43.75 to cover the following fees:

Filing Fee	\$ 35.00
Certified Copy	8.75
Total	\$ 43.75

Please return the certified copy to us at the above address. Should you have any questions concerning this filing, please feel free to contact our office.

Sincerely,
ARVESU URDANETA CALZADILLA
& PÉREZ-BURELLI

Ibis T. Alonzo
Legal Assistant

/ita
Encls.

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V SHEPARD JUL 18 2001

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF**

THE METROPOLITAN 1501, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 JUL 16 AM 9:10

The undersigned, being the president and the sole shareholder of **THE METROPOLITAN 1501, INC.**, a Florida corporation, does hereby certify as follows:

1. The name of this corporation is **THE METROPOLITAN 1501, INC.**
2. Article VII of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

ARTICLE VII - Directors

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the Corporation shall be managed under the direction of its board of directors. The Corporation shall have four (4) directors. The number of directors may thereafter be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the members of the board of directors are:

Name:

Address:

FANNY CRUZ

888 Brickell Avenue
Fifth Floor
Miami, Florida 33131

MICHELE SPORTIELLO

888 Brickell Avenue
Fifth Floor
Miami, Florida 33131

ANTONIO LUIS SPORTIELLO CRUZ

888 Brickell Avenue
Fifth Floor
Miami, Florida 33131

VERONICA LUCIA SPORTIELLO CRUZ

888 Brickell Avenue
Fifth Floor
Miami, Florida 33131

3. This amendment was adopted by the sole shareholder of this corporation on July 9, 2001. The number of votes cast for the amendment by the sole shareholder was sufficient for approval.

4. This amendment does not provide for an exchange, reclassification, or cancellation of issued shares.

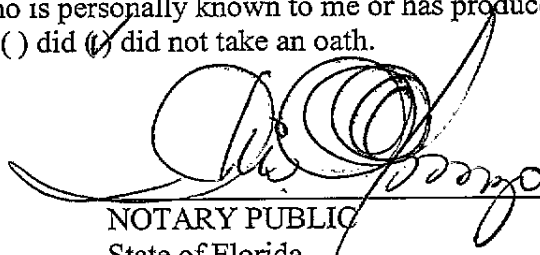
IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this 9th day of July, 2001.




FANNY CRUZ, President

STATE OF FLORIDA)
)ss:
COUNTY OF MIAMI-DADE)

The foregoing instrument was sworn to, subscribed and acknowledged before me this 9th day of July, 2001, by **FANNY CRUZ**, as President of **THE METROPOLITAN 1501, INC.**, a Florida corporation on behalf of the corporation, who is personally known to me or has produced Venezuelan Id # V-4-445,920 as identification and () did (x) did not take an oath.



NOTARY PUBLIC
State of Florida
My commission expires  Ibis T Alanzo
My Commission CC924862
Expires April 03, 2004

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