

P01000061384

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

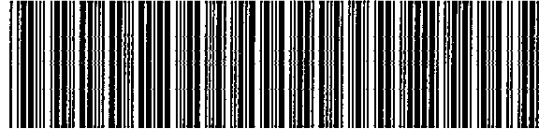
(Business Entity Name)

(Document Number)

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04/23/04 -01048--001 **52.50

FILED
04 APR 23 PM 5:10
SECRETARY OF STATE
FBI BUREAU OF THE STATE

*Amend
T. Lewis 4/29/04*

Robert Castro
106 SW 87 Lane
Coral Springs, FL 33071
(954) 448-1611

April 16, 2004

Florida Department of State
Division of Corporations, Amendment Section
P.O. Box 6327
Tallahassee, Florida 32314

Dear Sir or Madam:

Please process the enclosed Articles of Amendment accordingly and send me a Certified Copy of the Amendment as well as a Certificate of Status. Payment for the following service fees is enclosed:

Amendment of any record	\$35.00
Certified copy of amendment	\$ 8.75
Certificate of status	\$ 8.75
<hr/>	
Total check enclosed:	\$52.50

Sincerely,



Robert Castro
Vice President
Acero Systems, Inc.

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION OF

Acerro Systems, Inc.
(present name)

P01000061384
(Document Number of Corporation (If known))

FILED
04 APR 23 PM 5:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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)

Amendment to ARTICLE 5 - Vice President
Amendment to ARTICLE 5 - OFFICERS/SHAREHOLDERS

The names, titles, and addresses of the officers/shareholders of this Corporation are as follows from this day forward:

Frank Yglesias: President 14993 SW 21 Street
Secretary/Treasurer Miramar, FL 33027

Cesar Cuenca: Vice President 1802 SW 84 Court
Miami, FL 33155

**Note that Robert Castro will no longer be an officer of this Corporation as of this signing, from this day forward.

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

THIRD: The date of each amendment's adoption: April 16, 2004.

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) 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 16 day of April, 2004

Signature Robert Castro
(by the Chairman or 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)

Robert Castro
(Typed or printed name)

Vice President
(Title)