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TALLAHASSEE, FLORIDA
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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Agpa Investments, INC
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

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(Corporation Name) (Document #)

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NEW FILINGS	
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<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
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<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

C. Coulliette SEP 17 2001

Examiner's Initials

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
AGPA INVESTMENTS, INC.

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

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

Article VIII:

DIRECTORS: The names and addresses of the new Boards of Directors to these articles of incorporation are as follows:..

RICARDO AGUIRRE 1800 West 49th Street Suite # 301 Hialeah FL 33012, President, Treasurer

INGRID PADILLA 1800 West 49th Street Suite # 301 Hialeah FL 33012, Vice-President

RAFAEL TRIGUEROS 1800 West 49th Street Suite # 301 Hialeah FL 33012, Secretary

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:

THIRD: The date of each amendment's adoption: 09/07/2001

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)

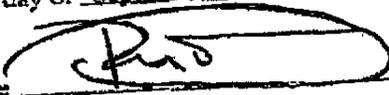
The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

FROM : CPC-ACCOUNTING SUC

FAX NO. : 3055584112

Signed this 7 day of September of 2001.

Signature 
(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 incorporator)

Rafael Trigueros
Typed or printed name

President
Title