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BASIC AMENDMENT

JSG GROUP, INC.

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Page Count	03
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AMEND 4
KMB 9-4
(6)



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

September 3, 2002

JSG GROUP, INC.
20100 W. COUNTRY CLUB DR.
SUITE 908
AVENTURA, FL 33180

SUBJECT: JSG GROUP, INC.
REF: P01000068714

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(3)

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
JSG GROUP, INC.

FILED
02 SEP -3
SECRETARY OF STATE
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Document No.: P01000068714

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 adopted:

ARTICLE II
PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be: 1950 S. Ocean Drive, Suite 22J, Hallandale, Florida 33009.

ARTICLE VI
REGISTERED AGENT AND REGISTERED OFFICE

The Registered Agent for this corporation shall be Jorge Carrio and the Registered Office shall be located at 1950 S. Ocean Drive, Suite 11J, Hallandale, Florida 33009 or at such other place as the Board of Directors shall from time to time direct, with appropriate notice being sent to the Secretary of State in accordance with the law.
The aforementioned location does not constitute the principal office.

ARTICLE VII
DIRECTORS

This corporation shall have not less than one nor more than six directors, as set forth in the By-Laws. The names and street addresses of the board of directors of this corporation which, subject to these Articles of Incorporation, By-Laws of this corporation, and the laws of the State of Florida, shall hold office until its successors have been elected and qualified are:

NAME: JORGE CARRIO
TITLE: PRESIDENT

NAME: AURORA G. CORNAGO
TITLE: VICE-PRESIDENT/SECRETARY

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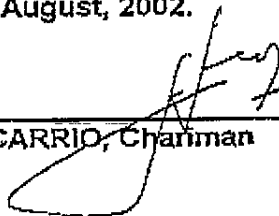
SECOND: The date of each amendment's adoption is August 12, 2002.

THIRD: The amendments were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval.

Signed this 28 day of August, 2002.

Signature: _____

JORGE CARRIO, Chairman



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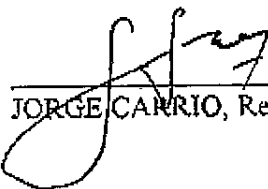
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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

ISG GROUP, INC.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF AMENDMENT, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



JORGE CARRIO, Registered Agent

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