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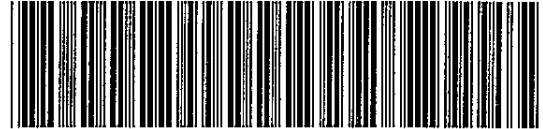
(Business Entity Name)

(Document Number)

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FILED
04 JUN 28 AM 9:32
SECRETARY OF STATE
TALLAHASSEE, FL 32399

Amend.
C. C. ~~Waller~~ JUL 07 2004

Y & A PROFESSIONAL SERVICE, INC.
12350 S.W 132 CT #207
MIAMI, FLORIDA 33186

Miami, June 24, 2004

SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314

Gentlemen:

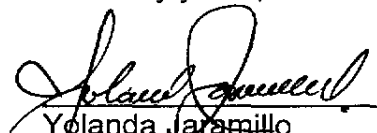
Enclosed please find a check in the amount of \$35.00 for the amendment to the
Articles of Incorporation of:

GLOBALNET USA CORP.

If you have any questions regarding this matter, please do not hesitate to contact us.

Please send the amendment to the above mentioned address.

Sincerely yours,


Yolanda Jaramillo
Accountant

ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
GLOBALNET USA CORP.

All the stockholders of: GLOBALNET USA CORP. A Florida Corporation under its corporate seal and the hand of its President: LUIS O REDONDO hereby certify as follows:

CLAUSE I

That all the Shareholders of : GLOBALNET USA CORP. response to a call and notice of meeting, held on June 24, 2004, located at 10237 N.W. 51 TERRACE, Miami, Fl. 33178, the place of the principal office and the Registered office, at which meeting all the shareholders were present, that a resolution was unanimously approved and adapted amending Articles,V, VIII and IX of the Articles of Incorporation to read as follows:

FIRST:

ARTICLE V:
REGISTERED AGENT

The new registered Agent of the corporation will be:
Alma Zambrano, located at 10237 nw 51 Terrace, Miami, Fl. 33178

SECOND:

ARTICLE VIII
OFFICERS AND DIRECTORS

The name and address of the new Board of Directors will be:

NAME & TITLE	ADDRESS	TITLE
LUIS O REDONDO	10237 NW 51 TERRACE MIAMI, FL. 33178	PRESIDENT
ALMA ZAMBRANO	10237 NW 51 TERRACE MIAMI, FL. 33178	SECRETARY

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THIRD;

ARTICLE IX
SUBSCRIBERS

NAME	TITLE	SHARES
LUIS O REDONDO	PRESIDENT	-50%-
ALMA ZAMBRANO	SECRETARY	-50%-

IN WITNESS WHEREOF. The Corporation has caused this amendment to the Articles of Incorporation to be executed for it, and its name for its President, and attested by its Secretary both of whom have the full power and instructions and authority to do as, and its Corporate seal to be here unto affixed, on this day June 24, 2004 at Miami, Florida

GLOBALNET USA, CORP.
A Florida Corporation



LUIS O REDONDO
PRESIDENT

CERTIFIED OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provision of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of State of Florida, submit the following statement in designating the registered office / registers agent, in the State of Florida.

1.- The name of the corporation is:

GLOBALNET USA CORP.


2.- The name of the address of the registered agent and office is:

ALMA ZAMBRANO
10237 NW. 51 TERRACE
MIAMI, FL. 33178

Signature: _____


LUIS O. REDONDO
PRESIDENT

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


ALMA ZAMBRANO
(REGISTERED AGENT