

PO1000074944

MEMBERS
AMERICAN AND FLORIDA
INSTITUTE OF
CERTIFIED PUBLIC ACCOUNTANTS

SUITE 516
LE JEUNE CENTRE
780 N.W. LE JEUNE ROAD
MIAMI, FLORIDA 33126
TELEPHONE
(305) 443-7122

August 21, 2001

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

Re: NEMESIS INTERNATIONAL INC.

To whom it may concern:

Enclosed are the articles of amendment for the above-mentioned company, and a check in the amount of \$43.75, \$35.00 to cover the filing fee and \$8.75 for copy of certified copy of the articles. Please mail it to: Vargas, Piedra & Co., at 780 NW Le Jeune Rd., Ste 516, Miami, FL 33126.

If you should have any questions do not hesitate to call me.

Sincerely,

DCE

Dairis C. Estrada
Office Manager
dci/dci

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Amend 8-26-02 OVS
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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

**NEMESIS INTERNATIONAL, INC.
P01000074944**

**After a stockholder meeting held on August 21, 2002, It was
resolved that the officers of the corporation shall be:**

FIRST: Amendment adopted:

ARTICLE 5 (AMENDED)

THE OFFICERS OF THE CORPORATION SHALL BE:

**President: CLARENTINA GONZALEZ
Vice-President: EDUARDO GONZALEZ JR.
Secretary: CLARENTINA GONZALEZ
Treasurer: CLARENTINA GONZALEZ**

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**SECOND: The date of each amendment's adoption:
August 21, 2002.**

THIRD: Adoption of Amendment

**The amendment was approved by the shareholder. The number
of votes cast for the amendment was sufficient for approval.**

Signed this 21 day of August , 2002.


CLARENTINA GONZALEZ
PRESIDENT