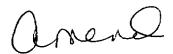
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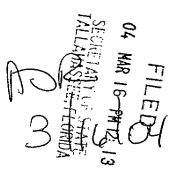


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OFFICE USE ONLY(DOCUMENT #))
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CORPORATION NAME(s) &	DOCUMENT NUMBER	(S) (if known):
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NEW FILINGS	AMENDMENT	<u>s</u>
Profit	Amendment	
NonProfit	Resignation of R.A.,	Officer/Director
. Limited Liability	Change of Registered	Agent
Domestication	Dissolution/Withdraw	al
Other	Merger	
		namentung
OTHER FILINGS	REGISTRATION/	
Annual Report	Foreign	
Fictitious Name	Limited Partnership	
Name Reservation	Reinstatement	
	Trademark	
	Other	E-aminous Initials

Examiner's Initials



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

March 15, 2004

Lazarus Corporate Filing Service 3320 S.W. 87 Avenue Miami, FL

SUBJECT: R D S USA, INC. Ref. Number: P01000077903

We have received your document for R D S USA, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Our records indicate the current name of the entity is as it appears on the enclosed computer printout. Please correct the name throughout the document.

The date of adoption of each amendment must be included in the document.

If you have any questions concerning the filing of your document, please call (850) 245-6907.

Annette Ramsey Document Specialist

Letter Number: 904A00017080

DIVISION OF CORPORATION

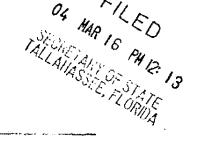
ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION



RDS USA.



(present name)

Pursua to the provisions of section 607.1006, Florida Statutes, this corporation ade the following articles of amendment to the cless of incorporation:

FIRS'1: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE V OFFICERS DIRECTORS

Ricardo D. Sordoni, President- 12256 SW 131th. Ave., Miami, Fl. 33186 Cristina A. San Roman de Sordoni, Vice-President-12256 SW 131th. Ave. Miami, Fl. 33186

Herminio Baccinelli, Secretary-12256 SW 131th. Ave., Miami, Fl. 33186 SECONO. If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment of it not contained in the amendment itself, are as follows:

. HIRD:	The date of each amendment's adoption: 3-5-04
fourth:	Adoption of Amendment(s) (check one)
is shi roitus	nendment(s) was/were adopted by the incorporators without shareholder and shareholder action was not required.
.he : shen	mendment(s) was/were adopted by the board of directors without action and shareholder action was not required.
Yhe ar	nendment(s) was overe approved by the shareholders. The non-ber of east for the americant(s) was were sufficient for approval.
The s	neadment(s) was/were approved by the shareholders through voting $p_{ij}(a_{ij})$
	[The following statement must be separately provided for each voting come entitled to vote separately on the amendment(s).]
	The number of votes east for the amendment(s) was/were sufficient for as proval by
	(voting group)

By Chairman or Vice tha other officer in adoptes	March image of the Board of the shareholders, OR	12004 Directors, President or directors or incorporators
RICARDO D.		directors of incorporators
Турес	d or printed лагле)	**************************************
PRESIDENT		
	(Tide)	

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 MY POSITION AS REGISTERED AGENT.

SIGNATURE	The second secon
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