POLOCO 81902 Requester's Name

LAW OFFICES MARIA T. LOPEZ, P.A.

2700 SW 37 AVENUE, SECOND FLOOR MIAMI, FLORIDA 33133 400004578664--2 -11/14/01--01055--001 ******70.00 ******35.00

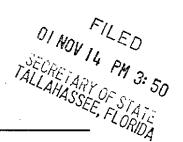
Office Use Only

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

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4	(Corporation Name)	(Document #)	<u> </u>	
	Walk in Pick up time _		Certified Copy	
	Mail out Will wait	Photocopy	Certificate of Status	
NEW FILINGS Profit Not for Profit Limited Liability Domestication Other		AMENDMENTS Amendment Resignation of R.A., Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger		
OTHER FILINGS Annual Report Fictitious Name		Foreign Limited Partnership Reinstatement Trademark Other	<u>ALIFICATION</u>	

Examiner's Initials

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



PUEBLITO VIEJO II, INC.

PUEBLITO VIEJO, II, INC.

(present name)

P01000081902

(Document Number of Corporation (If known)

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(s) adopted: (indicate article number(s) being amended, added or deleted)

Article I of the Articles of Incorporation is amended to read:

"The name of this corporation is: PUEBLITO VIEJO #2, INC., a Florida corporation."

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: 11/6/01		
FOURTI	I: Adoption of Amendment(s) (CHECK ONE)		
X	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		
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.		
Signature	Signed this the day of Novambar, 2001.		
	(By the Chairman of 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 incorporators)		
	GLORIA RODRIGUEZ (Typed or printed name)		
	Director - President		