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January 25, 2002

Via U.S. Mail

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*****43.75 *****43.75

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: **LEONARDI FLORIDA , INC. / Document #P01000086137**

Dear Sir/Madam:

Enclosed herewith please find the Article of Amendment to the Articles of Incorporation regarding the above referenced company. Please file the amendment and return a certified copy to me at the following address:

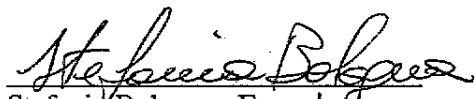
Stefania Bologna, Esq.
Salussolia & Associates
200 South Biscayne Boulevard
Suite 4815-A
Miami, FL 33131

Our firm's check in the amount of \$43.75 is also enclosed in payment of the required fees.

Your attention to this matter is greatly appreciated and should you have any questions regarding the above, please do not hesitate to contact our office.

Very truly yours,

SALUSSOLIA & ASSOCIATES


Stefania Bologna, Esq.

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to remove the
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
LEONARDI FLORIDA, INC.**

1. The name of this corporation is LEONARDI FLORIDA, Inc. (the "Corporation").
2. Article III and Article VI of the Articles of Incorporation of LEONARDI FLORIDA, INC., a Florida corporation, are hereby amended in its entirety as follows:

**ARTICLE III.
Shares**

The Corporation shall have authority to issue 20000 common shares with a par value of \$1.00 per share.

**ARTICLE VI
Initial Board of Directors**

The Corporation shall have three (3) directors. The number of directors may be either increased or diminished from time to time, but shall never be less than one. The names and addresses of the directors of this corporation are as follows:

<u>Name</u>	<u>Address</u>
Maria E. Jimenez	4400 N.W. 74th Avenue Miami, Florida 33166
Giulio Leonardi	Via Circonvalazione Nord/Ovest 10/1 Sassuolo (Modena) Italy
Pietro Mancuso	Via Circonvalazione Nord/Ovest 10/1 Sassuolo (Modena) Italy

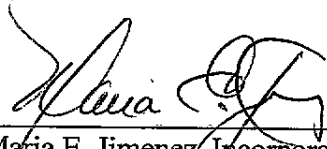
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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3. The foregoing amendments were adopted by the incorporator without shareholder action and shareholder action was not required.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Amendment, this 25th day of January, 2002.



Maria E. Jimenez, Incorporator