P01000089758

Dalia Accounting Service, Inc.

November 23, 2001

500004696436--1 -11/28/01--01026--007 *****35.00 *****35.00

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

Re: Articles of Amendment to Articles of Incorporation

3 BROTHERS CARIBE, INC.

Enclosed you will find check in the amount of \$35.00 which pays the Amendment filing fee, and certified copy of the Amended Articles of Incorporation for the above mentioned company.

It would be greatly appreciated if you please send the Articles of Incorporation to our office at the below shown address.

Should you have any questions, please feel free to contact our office.

Sincerely yours,

DALIA ACCOUNTING SERVICE INC.

Elizabeth Gonzalez 561-478-1777

680 South Military Trail., West Palm Beach, FL 33415

O1 NOV 28 PM 1: 25
SECRETARY OF STATE

OT MON 28 PM 1: 25
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

3 BROTHERS CARIBE, INC.

(present name)

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 "V" - DIRECTORS

DELETE CURRENT PRESIDENT

ADD NEW PRESIDENT:

STANLEY SOOWALL, PRESIDENT 1111 CRYSTAL DR.

PALM BEACH GARDENS, FL 33418

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: November 21, 2001

FOURTH: Adoption of Amendment (s) (CHECK ONE)

ū	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 Voting group
	Voting group
Æ	The amendment (s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment (s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this 2 ST day of NOVEMBER , 20 01 .
Signature (By the chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholder)	
	the Shareholder)
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	Typed or printed name
	Director_