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BASIC AMENDMENT

ALL PC, INC.

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Florida Dept of State



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

October 28, 2004

ALL PC, INC.
7200 NW 31ST STREET
MIAMI, FL 33122

SUBJECT: ALL PC, INC.
REF: P01000096504

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The capacity of the officer/director signing should be indicated. Ex. President, Vice President, Chairman of the Board, etc.

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Teresa Brown
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Letter Number: 104A00062091

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

ALL PC, INC.

FILED
04 OCT 28 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted:

ARTICLE VI. OFFICERS AND DIRECTORS

This new address of the member of the board of directors and corporate officer is:

7200 NW 31st Street
Miami, FL 33122

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 is October 27, 2004.

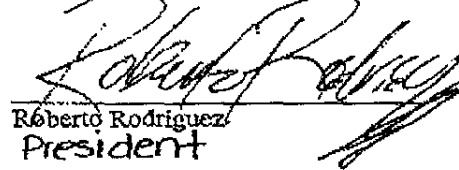
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FOURTH: Adoption of the Amendment

The amendment was adopted by the shareholders and the number of votes cast for the amendment was sufficient for approval.

Signed this 27th day of October 2004.


Roberto Rodriguez
President

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