P01000096561

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(Business Entity Name)
(Document Number)
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Amend Theusis 1/2/03



Secretary of State

November 19, 2002

IFLS 1900 GLADES ROAD SUITE 280 BOCA RATON, FL 33431

SUBJECT: SUPPLIER DIVERSITY CORPORATION

Ref. Number: P01000096561

We have received your document for SUPPLIER DIVERSITY CORPORATION and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

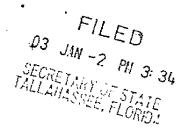
Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6905.

Thelma Lewis
Document Specialist Supervisor

Letter Number: 802A00062535

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



SUPPLIER DIVERSITY CORPORATION	1
(present name)	
P01000096561	
(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)

- 1. CHANGE OF DIRECTORS/CORPORATE OFFICERS:
- a) New Director/Corporate Officer:
 - Mr. Angelo Santamaria,
 - residing at: 209 N.Atlantic Blvd., Apt.6F, Ft. Lauderdale FL 33304
- b) New Director/Corporate Officer:
 - Mr. Sandro Santamaria
 - residing at: Via Del Pini 2, La Ronoca, S.Casciano v. Pesa, Firenze, Italy
- 2. RESIGNITION OF ALL DIRECTORS/CORPORATE OFFICERS PREVIOUSLY ACTIVE: Please find FL Department of State forms for Resignation of Directors enclosed herewith with the correct filing fee.
- CHANGE OF REGISTERED ADDRESS AND REGISTERED AGENT:
- a) New registered address for Supplier Diversity Corporation is: 1515 N. Federal Hwy, Suite 300, Boca Raton, FL 33431
- b) Please find FL Department of State form of Transmittal Letter for change of Registered Agent enclosed herewith and accompanied by the correct processing fee. New Registered Agent for Supplier Diversity Corporation is: Mr. Angelo Santamaria / residing at 209 N.Atlantic Blvd., Apt.6F, Ft. Lauderdale FL 33304

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:

Mr. Angelo Santamaria, residing at: 209 N.Atlantic Blvd., Apt.6F, Ft. Lauderdale FL 33304 owns and controls 51% (Fifty one per cent) of Common Stock with no Par Value.

Mr. Sandro Santamaria, residing at: Via Del Pini 2, La Ronoca, S.Casciano v. Pesa, Firenze, Italy owns and controls 49% (Forty nine per cent) of Common Stock with no Par Value.

I, Angelo Santamaria, hereby am familiar with and accept the duties and responsibilities as and accept the duties and responsibilities as consistered agrent for Supplier Diversity Corp.

THIRD:	The date of each amendment's adoption: October 22, 2002	
FOURTH	: Adoption of Amendment(s) (CHECK ONE)	
Z	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)	
	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.	
Signature	Signed this 23-rd day of October 2002 COULD SAUTA LEARTH (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)	
	ANGETO SANTAMAREA (Typed or printed name)	
•	HESIDEM (Title)	