

PD10000106747

Lord and Iglesias Accounting Services, Inc.

13501 SW 128 Street, Suite 208

Miami, Florida 33186

Florida Department of State
Division of Corporation
P. O. Box 6327
Tallahassee, Florida 32314

Thursday, May 09, 2002

To Whom It May Concern:

500005506415--3
-05/13/02--01068--018
*****35.00 *****35.00

In reference to:

Amendment to articles of incorporation for **ARCOPA Inc.**

Please find the \$35.00 filing fee enclosed along with the information requested on the letter of instruction;

- Please return the certified filing and any other correspondence to:

Lord & Iglesias Accounting Services, Inc.
13501 S. W. 128th Street, Suite #208
Miami, Florida 33186

Please, do not hesitate to call me should you need further assistance.
My telephone Number is: 305-254-1099.

Sincerely,

Adolfo E. Iglesias
Adolfo E. Iglesias

FILED
02 MAY 13 PM 3:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Amend
5/20/02
Ca*

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
FOR
ARCOPA, INC.

FILED
02 MAY 13 PM 3:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARCOPA, INC., a Corporation of the State of FLORIDA who's registered office is located at **One Biscayne Towers, Suite # 2975 - Two South Biscayne Boulevard, Miami, Florida, 33131**, certifies pursuant to the provisions of state law, that at a meeting of the stockholders of said Corporation called for the purpose of amending the Articles of Incorporation, and held on March 6, 2002, it was resolved by the vote of the holders of an appropriate majority of the shares of each class entitled to vote that **ARTICLE VII and X of the Articles of Incorporation** are to amended to read as follows:

ARTICLE VII - OFFICERS

The officer of the Corporation shall be as follows:

Officers:

President: **CESAR FERNANDEZ**
 (Owner of 100% of all shares)
 1508 Bay Road, Suite # 1233
 Miami Beach, Florida 33139

Treasurer:

CESAR FERNANDEZ

(Owner of 100% of all shares)

1508 Bay Road, Suite # 1233

Miami Beach, Florida 33139

ARTICLE X - PRINCIPAL OFFICE

At present, the principal office of the Corporation is located at:

1508 Bay Road, Suite # 1233

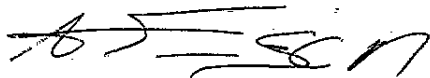
Miami Beach, Florida 33139

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

This amendment was adopted on March 6, 2002

Signed on March 10, 2002,

Signature

A handwritten signature in dark ink, appearing to read 'Cesar Fernandez', written over a horizontal line.

Cesar Fernandez

Printed Name

President

Title

Signature Carlos Lince

Carlos Lince
Printed Name

Ex-President
Title