

P01000114751

CARIBBEAN GLOBAL INTERNATIONAL INC.
Fourth Floor
27501 S. Dixie Highway
Naranja, FL 33032

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-01/11/02--01036--011
*****35.00 *****35.00

Office Use Only

FILED STATE
SECRETARY OF CORPORATIONS
02 JAN 11 PM 3:22
DIVISION OF CORPORATIONS

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. _____
(Corporation Name) (Document #)
- 2. _____
(Corporation Name) (Document #)
- 3. _____
(Corporation Name) (Document #)
- 4. _____
(Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
- Mail out Will wait Photocopy Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

Amend

V SHEPARD JAN 18 2002

Examiner's Initials

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JAN 11 PM 3:22

Premium Petals Inc
(present name)

201000114751
(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)*

ARTICLE I: Change from: 27501 S. Dixie Highway
Address- Naranja, FL 33032
Change To: 7220 NW 36th Street, Suite 530
Miami, Florida 33166

ARTICLE V: Change from: Fabian Galarza Byron Padilla VP, S, D,
Officers/Directors 2926 NW 72nd Ave 2926 NW 72nd Ave
Miami, FL 33122 Miami, FL 33122
(P, T, D,)
Change To: Marty Feingold, 7220 NW 36th Street, Suite 530
Miami, FL 33166 (P, D, S, T,)

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: December 10, 2001.

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

- 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)

- 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 9th day of January 2002, _____.

Signature See Below

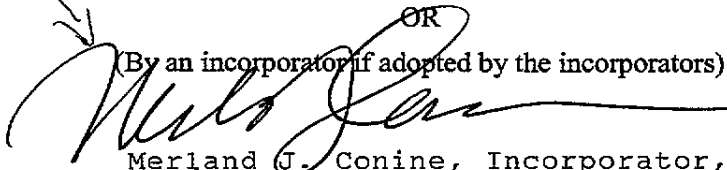
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)



Merland J. Conine, Incorporator, Director

(Typed or printed name)

Incorporator, Director

(Title)