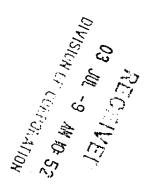
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ARTICLES OF AMENDMENT

ARTICLES OF INCORPORATION OF	2003 JUL -9 TALLAHASSI
CYBER CAFE INC.	EF. F. S.
(present name) P0200006457 (Document Number of Corporation (If known)	ST PRIDA

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 SEVEN: BEING AMENDED AS FOLLOW:

MIGUEL ANGEL BLASCO RESIGN AS REGISTERED AGENT.

THE NEW REGISTERED AGENT WILL BE JOSE A. COLLAZO, WITH ADDRESS AT 16139 NW 79 AVE. MIAMI. FL. 33015.

ARTICLE FIVE: BEING AMENDED AS FOLLOW:

MIGUEL ANGEL BLASCO RESIGN AS PRESIDENT AND DIRECTOR.

THE NEW PRESIDENT AND DIRECTOR WILL BE JOSE A. COLLAZO, WITH ADDRESS AT 16139 NW 79 AVE., MIAMI. FL. 33015

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: 7	The date of each amendment's adoption: $7/8/2003$			
FOURTH:	Adoption of Amendment(s) (CHECK ONE)			
Q	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.			
. 0	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			
	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 8 day of JULY 2003.			
Signature	(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)				
·	JOSE A. COLLAZO Typed or printed name			
	PRESIDENT			