PO2000019764 L. TOYOS TAX SERVICE

Income Tax - Notary Public Accounting - Corporations 7256 S.W. 8th Street Miami, Fl. 33144 Local Telephone 786-388-7675, Fax 786-388-7671

MAY 17,2002

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*****35.00 *****35.00

DEPARTMENT OF STATE

Division of Corporations P. O. Box 6327 Tallahassee FL 32314

RE: BCN INVESTMENT GROUP, INC.

Dear Sir:

Attach Articles of Amendment for BCN INVESTMENTS GROUP, INC., changing the address and deleting one of the officer.

Thànk you,

D2102

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

BCN INVESTMENTS GROUP, INC.

(present name)

P02000019764

(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 II

NEW ADDRESS:

7150 SW 12th STREET

MIAMI, FL 33144

ARTICLE VII-Officers

DELETE: LAZARO HEREDIA

800 West Ave # 409

Miami Beach, Fl 33139

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: May 16th, 2002
FOURTE	: 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"
	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.
Signature_	Signed this
	the shareholders)
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	ALEJANDRO JUNCO
	(Typed or printed name)
	PRESIDENT
	(Title)