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8/06/02

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2002 AUG - 7 AM 9:14 S
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Devaldes & Associates

Requestor's Name

8404 SW. 40 Street.

Address

Miami, FL 33155

City State ZIP Phone

(305) 553-8080

VALIDATION ONLY

50006938745-1-9
-08/07/02--01024--003
*****35.00 *****35.00

CORPORATION(S) NAME

R.M. Brothers, Inc.

RECEIVED
02 AUG - 7 AM 9:17
DIVISION OF CORPORATION

- Profit
- NonProfit
- Amendment
- Merger
- Foreign
- Dissolution
- Mark
- Limited Partnership
- Annual Report
- Other
- Reinstatement
- Reservation
- Change of Registered Agent
- Certified Copy
- Photo Copies
- Certificate Under Seal
- Call When Ready
- Call If Problem
- After 4:30
- Walk In
- Will Wait
- Pick Up
- Mail Out

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W.P. Verifier

C. Coulliste AUG 07 2002



Empire Toll Free: 1-800-432-3028

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

R.M. BROTHER, INC.

FILED
2002 AUG - 7 AM 9:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment (s) adopted: (indicate article number (s) being amended, added)

Article VI : OFFICERS OF THE CORPORATION

DELETE : Jorge Chirinos (President)
15 Cortez Way
Davie, Fl 33324

ADDED : Ruben Marcano (President)
15 Cortez Way
Davie, Fl 33324

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: 07/19/02

FOURTH: Adoption of Amendment (s) (Check one)

 X 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 _____"

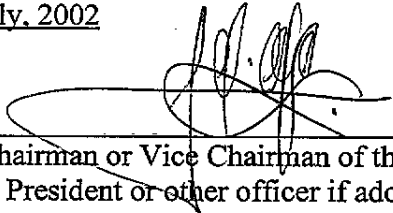
Voting group

 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 day 30 of July, 2002

Signature _____


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

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Jorge Chirinos

Typed or printed name

President

Title