

May 20 02 02:56p

p. 1

Division of Corporations

of 2

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BASIC AMENDMENT

J & S HOLDINGS GROUP, CORP.

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p.2

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AMENDMENT TO THE ARTICLES OF
INCORPORATION
OF
J & S HOLDINGS GROUP, CORP.

'BEFORE ME, the undersigned authority, this day personally appeared Sarai A. Blanco and Janet F. Sanchez who first by me being duly sworn deposes and says:

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

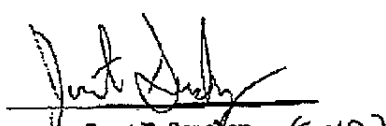
First: Be it amended that Articles IX of the original Article of Incorporation have been changed to include Geraldo Sanchez as Vice-president/Director and Miguel A. Blanco as Treasurer/Director of the company.

Second: Be it amended that the corporation officers are hereby changed and shall hereafter be known as Sarai A. Blanco President/Director, Geraldo Sanchez Vice-president/Director, Miguel A. Blanco Treasurer/Director and Janet F. Sanchez/Secretary/Director.

Third: The date of the change of officers shall be effective on the date filed in the Office of the Secretary of State, Division of Corporations, State of Florida. This is adopted the 20th day of May 2002.

Forth: The amendment was approved by the shareholders. The number of votes cast by the shareholders was sufficient for approval.


Sarai A. Blanco (PTD)


Janet F. Sanchez (SVD)