P02000049942

1140 Kane Concourse Fifth Floor Bay Harbor Islands, FL 33154-2045 305.864.7531 FAX 305.865.7656

June 13, 2002

Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

Sir/Madam:

Enclosed please find:

- Articles of Amendment to Articles of Incorporation of RXP Tracks
 Corp.
- 2. Payment as follows:

Filing Fee	\$	35.00
Certified Copy	•	8.75
Certificate of Status	_	8.75
	\$	52 50

If any questions or problems arise, please contact the undersigned.

Sincerely,

RXP TRADING CORP.

Robert Henry Silvers

6/19/02

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*****52.50

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



RXP TRADING CORP.

(present name)

P02000049942

(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)

The initial officer(s) and/or director(s) of the corporation listed in the Articles of Incorporation, Richardo J. Pedron, has resigned effective May 7, 2002.

The new officer(s) and/or director(s) of the corporation is/are:

Peter Rukrigl 1140 Kane Concourse Fifth Floor Bay Harbor Islands, FL 33154

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:

Articles of Amendment of RXP Trading Corp.

THIRD:	The date of each amendment's adoption: May 7, 2002			
FOURTE	I: 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.			
C	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 7th day of May , 2002 Signature 7th day of May , 2002				
(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)				
Peter Rukrigl				
	(Typed or printed name)			
President				
(Title)				