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STATE
DIVISION
TALLAHASSEE, FLORIDA

FILED

03 JUL -1 AM 10:57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C. Oulllette JUL 01 2003

EXPRESS CORPORATE FILING SERVICE INC.

Requestor's Name

1000 PONCE DE LEON BLVD. SUITE:101

Address

CORAL GABLES, FL 33134

City/State/Zip

(305) 444-4994

Phone #

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. MILLER MORTGAGE INTERNATIONAL, INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

MILLER MORTGAGE INTERNATIONAL, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to section 607-1006, Florida status, the undersigned corporation adopts the following articles of amendment to its article of incorporation.

FIRST : The following amendment to the articles of incorporation was adopted by the corporation.

ARTICLE VII : CHANGE OF ADDRESS:

The new address will be 1135 8th Street, Apt. 5 Miami Beach, FL 33139

ARTICLE IX : DELETE CARLOS A. CALERO as president.

THE NEW PRESIDENT will be ANALLA MIGUEL.

1135 8th STREET APT. 5
Miami Beach, FL 33139

ARTICLE X : CHANGE OF ACTIVITY:

The new activity will be consultant and investment.

ARTICLE VIII The names and post office of the members of the board of directors and the slate of corporate officers will be as follows :

THIRD: The date of each amendment's adoption: June 30, 2003.

FOURTH : 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 _____

(Voting group)



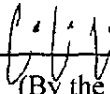
The amendment (s) was/were adopted by the board of directors without shareholders action and shareholder action was not required.



The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required

Signed this 30 day of JUNE, 2003

Signature



(By the 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)

CARLOS CALERO

Typed or printed name

PRESIDENT

Title