

MAZZA-MARTINEZ & ASSOC., P.A.

Attorneys at Law.

780 NW 42 Ave., Suite 420

Miami, Florida 33126

Ph: (305) 446-5353. Fax: (305) 461-4272 tmazza6326@aol.com

September 25, 2002

Sirs.

DIVISION OF CORPORATION

PO BOX 6327

TALLAHASSEE, FL 32314

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION

Dear Sirs:

Enclosed please find Articles of Amendment to Articles of Incorporation in the referenced corporation to be filed.

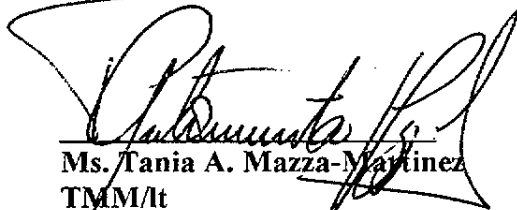
We will appreciate if you can send us any notification and or communication to our address at:

MAZZA-MARTINEZ & ASSOC., P.A.

780 NW 42 AVE., SUITE 420

MIAMI, FLORIDA 33126

Sincerely yours,



Ms. Tania A. Mazza-Martinez
TMM/lt

Enclosure



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

October 28, 2002

TANIA A. MAZZA-MARTINEZ
MAZZA-MARTINEZ & ASSOC., P.A.
780 NW 42 AVE., SUITE 420
MIAMI, FL 33126

SUBJECT: ENTRE-PANES, CORP
Ref. Number: P02000074629

We have received your document for ENTRE-PANES, CORP and your check(s) totaling \$50.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The amendment must be adopted in one of the following manners:

(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.

(a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-

(b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

(2) If an amendment was adopted by the incorporators or board of directors without shareholder action.

(a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6869.

Teresa Brown
Document Specialist

Letter Number: 202A00059264

RECEIVED
02 NOV 15 AM 8:03
DIVISION OF CORPORATIONS

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ENTRE-PANES, CORP**

FILED
02 NOV 15 PM 2:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

The articles to be amended is Articles VI. This Article will be amend as following:

ARTICLE VI: BOARD OF DIRECTORS

This article will read as follows:

The Corporation shall have two (2) Officers to hold office until the first annual meeting of stockholders and his successor shall have been duly elected and qualified, or until his earlier resignation, removal from office or death. The number of Officers may be either increased or decreased from time to time in accordance with the By-laws of the Corporation. The name and address of the Officers are:

Anna Cardone 780 NW 42 Ave., Ste. 420 Miami, FL 33126	President
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Abilio Teixeira Marques De Oliveira 780 NW 42 Ave., Ste. 420 Miami, FL 33126	Director
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SECOND: The date of each amendment's adoption was made on September 25, 2002.

THIRD: The adoption of Amendment's:

- The amendment of the article of incorporation was approved by Board of Directors.

The number of votes cast for the amendment was sufficient for approval. No shareholders action is required. This amendment was approved by the Board of Directors. No action of the shareholders was required.

Signed this 25 day of September, 2002.



**MS. ANNA CARDONE
PRESIDENT**



**MR. ABILIO TEIXEIRA
MARQUES DE OLIVEIRA
DIRECTOR**