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Division

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Florida Department of State
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BASIC AMENDMENT

ANDREA INVESTMENT CORP.

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Amendment
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Florida Dept of State

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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

September 29, 2004

ANDREA INVESTMENT CORP.
3735 SW 8TH ST
STE 105
MIAMI, FL 33134

SUBJECT: ANDREA INVESTMENT CORP.
REF: P02000117485

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

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.

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Michelle Milligan
Document Specialist

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Division of Corporations - P.O. BOX 6827 - Tallahassee, Florida 32314

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AMENDMENT TO THE ARTICLES OF INCORPORATION

OF

ANDREA INVESTMENT CORP.

I, the undersigned, being the President, Secretary and Director of **ANDREA INVESTMENT CORP.**, a Florida corporation, do hereby amend its Articles of Incorporation as follows:

**ARTICLE VI
Initial Officers and Directors**

The initial officers and directors of the corporation will change from:

**HECTOR ARAGON
10595 NW 43RD TERRACE
MIAMI, FL 33178**

PRESIDENT / DIRECTOR

**MARTHA L. ARAGON
10595 NW 43RD TERRACE
MIAMI, FL 33178**

SECRETARY / DIRECTOR

**ALAIN ARAGON
10595 NW 43RD TERRACE
MIAMI, FL 33178**

TREASURER / DIRECTOR

TO

**HECTOR ARAGON
10595 NW 43RD TERRACE
MIAMI, FL 33178**

PRESIDENT / DIRECTOR

**MARTHA L. ARAGON
10595 NW 43RD TERRACE
MIAMI, FL 33178**

**TREASURER / SECRETARY /
DIRECTOR**

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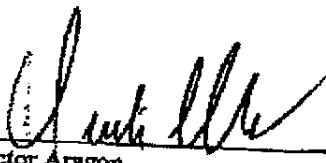
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The date of adoption is September 22, 2004.

The amendment was adopted by the incorporators without shareholder action and shareholder action was not required.

The undersigned, being the President, Secretary and Director of **ANDREA INVESTMENT CORP.**, a Florida corporation, acting pursuant to Section 607 of the Florida Statute, does hereby manifest her intention that the foregoing Articles of Amendment to the Articles of Incorporation be Adopted according to its terms.



Hector Aragon
President / Director

Martha L. Aragon
Secretary, / Treasurer / Director