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PRATS FERNANDEZ & CO.

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Division of Corporations

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DIVISION OF CORPORATIONS

BASIC AMENDMENT

FAMILY AFFAIRS CORP.

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Amend
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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
FAMILY AFFAIRS CORP.**

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:

ARTICLE EIGHT

The names and post office address of the members of the first Board of Directors who shall hold office for the first year of existence of the Corporation or until the successors are elected or appointed and have qualified are as follows:

BOARD OF DIRECTORS

William Gonzalez
Director

Gladys Gonzalez
Director

Maria F. Gonzalez
Director

2121 Ponce de Leon Blvd. Suite #240
Coral Gables, Fl. 33134

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ARTICLE NINE

The names and post office address of the officers
of this corporation are:

William Gonzalez
President

Gladys Gonzalez
Secretary & Treasurer

Maria F. Gonzalez
Asisstant Secretary

2121 Ponce de Leon Blvd. Suite #240
Coral Gables, Fl. 33134

There being no further business, the amendments were adopted
by the Board of Directors on this 20th day of July of 2004, with no shareholder
action required and not member action or consideration executed.


Gladys Gonzalez
Secretary & Treasurer

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