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Amend

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Law Offices

Thomas G. Sherman Professional Association

218 Almeria Avenue Coral Gables, Florida 33134 Tel: 305-448-5898 Fax:305-445-4458

E-Mail: Tom@UnionTitleServices.com

May 28, 2003

Department of State of Florida Divisions of Corporation P.O. Box 6327 Tallahassee, FL 32314

RE: ALCALA PLACE, INC..

Dear Sir or Madam:

We kindly request that you process this amendment to the above referenced corporation. Also, enclosed is a check in the amount of \$35.00 for the filing fee. Please send letters of acknowledgement and any relating correspondence and responses to the above address.

Should you have any questions, please do not hesitate to contact me at the above referenced address and phone number.

Sincerely,

Vivian Jaime, Legal Assistant

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



ALCALA PLACE, INC.	
(present name)	
P03000011005	
(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)

1. Article Seven: The corporation shall have two directors and the number of directors may be increased or diminished from time to time as provided in the By-Laws but shall never be less than one. The names and addresses of the directors of the corporation are: Alexis Matheus 5601 NW 105 Ct., Miami, FL 33178 and Elvia Chacin De Mattheus 5601 N.W. 105 Ct. Miami, FL 33178

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:

THIRD:	The date of each amendment's adoption: 3-28-2003.		
	: 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)		
Ż	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.		
Signature	Signed this 28 day of March 2003.		
	By the Chairman or 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)		
	(a) and another it and provide the second of		
	Alexis Matheus (Typed or printed name)		
	Director (Title)		