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ACCOUNT
Bookkeeping

Account International Corporation
Bookkeeping Services Division
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TALLAHASSEE, FLORIDA

Amend.
[Signature]
10/29/03

October 22, 2003

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Fl 32314

Dear Sir/ Madam:

I enclosed an original of the proposed of the **Amendment of Articles of Incorporation of POWER THREE OF AMERICA CORP.**

Please file Amendment of the Article of Incorporation. A money order in the amount of \$ **43.75** payable to your office, for total filing and processing fees is included. In this amount its included \$ **35.00** for the filing fee Amendment of Articles of Incorporation, \$ **8.75** for the Certified copies of this Articles.

Sincerely,


Gastina Rivera
Bookkeeper

ARTICLES OF AMENDMENT
To
ARTICLES OF INCORPORATION
OF
POWER THREE OF AMERICA CORP

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following articles of amendment to its of incorporation:

FIRST: Amendment adopted:

ARTICLE II – ADDRESS

The principal place of business address is:

7001 GRAND NATIONAL DR SUITE 100
ORLANDO, FL. US 32819

The mailing address of the corporation is:

7930 SWEETGUN LOOP
ORLANDO, FL. US 32835

ARTICLE VI

The address of the incorporator is:

ROSANA V. DUPRAT MATTOS
7930 SWEETGUN LOOP
ORLANDO, FL. US 32835

ARTICLE VII

The [] officer(s) and/or director(s) of the corporation is/are:

Title: DS
RONALDO C MATTOS
7930 SWEETGUN LOOP
ORLANDO, FL. US 32835

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TALLAHASSEE, FLORIDA

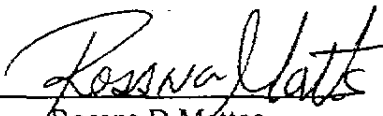
Title: DT
ROSANA D MATTOS
7930 SWEETGUN LOOP
ORLANDO, FL. US 32835

SECOND: The date of adoption of the amendment(s) was: 10/21/2003

THIRD: Adoption of Amendment:

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

Signed this October 21, 2003



Rosana D Mattos
Director Tresuary