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BASIC AMENDMENT
ALONZO & CALDERON, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

ALONZO & CALDERON, INC.

DOC. # P03000051677

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Corporation organized under the Laws of the State of Florida does hereby adopt the following Articles of Amendment of Incorporation.

FIRST: Amendment adopted:

ARTICLE I

The name of the Corporation shall be amended to:

ALONZO'S GAS STATION CORP.

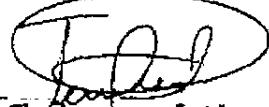
SECOND: That LEDA MOORE, has resigned as a Director, and JUAN ALONZO will be President and Secretary, and remain Sole Director.

THIRD: That the resident agent be: AMPARO R. DIAZ, at 3400 Coral Way, Suite 600; Miami, Florida 33145-3053.

FOURTH: The amendments were adopted as of May 14th, 2003.

The Amendments were unanimously adopted by the Board of Directors, with approval of the shareholder as of May 14th, 2003.

Dated at Miami, Florida this May 14th, 2003



Chairman of the
Board of Directors
President

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

**PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.**

1-The name of the corporation is: ALONZO'S GAS STATION CORP.

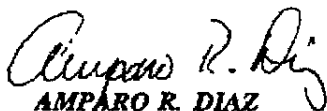
2- The name and address of the registered Agent and office is:

AMPARO R. DIAZ

3400 CORAL WAY, SUITE 600

MIAMI, FLORIDA 33145-3053

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. Further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with accept the obligations of my position as registered agent.


AMPARO R. DIAZ

5/15/2003
DATE

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314