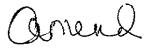
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(Business Entity Name)	-
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08/26/03--01002--011 **35.00







ACCOUNT NO. : 072100000032 REFERENCE : 217673 6699A AUTHORIZATION : COST LIMIT : \$ PPD ORDER DATE: August 25, 2003 ORDER TIME : 2:26 PM ORDER NO. : 217673-005 CUSTOMER NO: 6699A CUSTOMER: Larry J. Behar, Esq Larry J. Behar, P.a. Suite 400 888 S.e. 3rd Avenue Ft. Lauderdale, FL 33316-1159 DOMESTIC AMENDMENT FILING NAME: AMERICAN LAND & SEA, INC. EFFECTIVE DATE: XX ARTICLES OF AMENDMENT RESTATED ARTICLES OF INCORPORATION PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: _ CERTIFIED COPY ____ PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

EXAMINER'S INITIALS:

CONTACT PERSON: Amanda Haddan -- EXT# 1155



August 27, 2003

CSC Atten: Amanda Haddan 1201 Hays Street Tallahassee, FL 32301

SUBJECT: AMERICAN LAND & SEA, INC.

Ref. Number: P03000064200

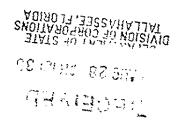
We have received your document for AMERICAN LAND & SEA, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Your document is being returned as requested.

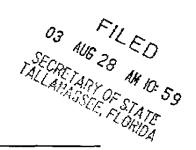
If you have any questions concerning the filing of your document, please call (850) 245-6907.

Annette Ramsey Document Specialist

Letter Number: 403A00048412



ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



AMERICAN LAND & SEA, INC.

AMERICAN LAND & SEA, INC.

(present name)

P03000064200

(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)

ARTICLE II: The corporation may engage in any activity of business permitted under the laws

of the United States and of the State of Florida at the following address, which is also the mailing address of the corporation: 4000 Ponce de Leon Boulevard, Suite # 470, Coral Gables, Florida 33146.

ARTICLE VI: The principal office of the corporation shall be 4000 Ponce de Leon Boulevard, Suite # 470, Coral Gables, Florida 33146.

ARTICLE VII: The name and street address, and the number of shares subscribed to by the subscriber and director hereto, who is to conduct the business of the corporation until those elected at the organizational meeting, is:

Hector Piriz Becerra 4000 Ponce de Leon Boulevard Suite # 470 Coral Gables, Florida 33146 7500 Shares

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:

N/A

THIRD: T	he date of each amendment's adoption: August 7, 2003
FOURTH:	Adoption of Amendment(s) (CHECK ONE)
ភ	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)
	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.
	Signed this7thday ofAugust,2003
Signature Y	les John .
	(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)
	LARRY J. BEHAR (Typed or printed name)
	(Types of prince name)
	Subscriber/Director
	(Title)