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04 MAY 13 PM 12:36

SECRETARY OF STATE
TALLAHASSEE, FL 32399

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STATE
REGISTRARS
TALLAHASSEE, FLORIDA

Amend

G. Goulette MAY 13 2004

OFFICE USE ONLY(DOCUMENT #)

LAZARUS CORPORATE FILING SERVICE

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. JOY COMMERCE INTERNATIONAL, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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NEW FILINGS	
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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
JOY COMMERCE INTERNATIONAL, INC.
(present name)

FILED
04 MAY 13 PM 12:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

FIRST: Amendments(s) adopted: (indicate article number(s) being amended, added or deleted)

**ARTICLE VII: THE NAME, SHARES AND ADDRESS OF THE CORPORATE OFFICERS
SHALL NOW READ AS FOLLOWS:**

	<u>% OF SHARES</u>
PRESIDENT: MARINETE M. MARTINS 650 SOUTH PARK RD # 536 HOLLYWOOD, FL 33021	50%
VICE-PRESIDENT: ANTONIO CARLOS R. DE OLIVEIRA ON BEHALF OF BRASPONTEX COMERCIO EXTERIOR LTDA 650 SOUTH PARK RD # 536 HOLLYWOOD, FL 33021	50%
DIRECTOR: PIRAJARA TOBIAS FREITAS JUNIOR 650 SOUTH PARK RD # 536 HOLLYWOOD, FL 33021	

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: Tuesday, April 27, 2004

FORTH: Adoption of Amendment(s) (check one)

☒ The amendment(s) were approved by the shareholder. The number of votes cast for the Amendment(s) 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.

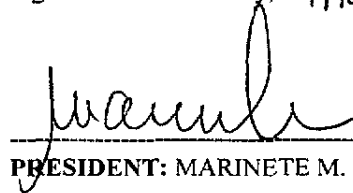
 (voting group) “

— 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.

There being no further business requiring shareholder's action or consideration, and upon motion duly made, seconded and carried, the meeting was adjourned.

Signed & dated Tuesday, May 12, 2004



PRESIDENT: MARINETE M. MARTINS