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Miles John

LATINOS' USA ENTERPRISE CORPORATION 9056 N MILITARY TRAIL, SUITE E-F PALM BEACH GARDENS, FL., 33410

October 22nd, 2003

Florida Department of State Division of Corporations P O Box 6327 Tallahassee, Fl., 32314

Gentlemen:

We are enclosing the Form for Amendment to Articles of Incorporation together with a check for \$43.75 to cover the fees and a certification for the change of Directors as shown in the amendment form.

Will your please take a note record the changes and mail the certification

To our address in Palm Beach Gardens.

Sincerely,

Rigoberto Arevalo

President

Enclosures

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

LATINO'S USA, ENTERPRISE CORPORATION

PO300082732 (Document Number of Corporation)

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

FIRST: Amendment adopted: Article VIII - Officers

TO APPOINT MR. RIGOBERTO AREVALO AS PRESIDENT AND VICE PRESIDIENT AND TO ACCEPT THE RESIGNATION OF EISIE ZALDUMBIDE AND CESAR ZALDUMBIDE AS PRESIDENT, TRESURER AND VICEPRESIDENT

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: 21st. of October 2003

FOURTH: The amendment was adopted by the board of directors without Shareholders action and shareholder action was not required.

Signed this 21st day of October, 2003

Rugosetto Cirevolo

Rigobeato Arevalu

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