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(((H04000119683 3)))

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From:

Account Name : ACE INDUSTRIES, INC.

Account Number : 070744001530 Phone : (305)358-2571 Fax Number : (305)373-7718

4 JUN 11 PM 3: 5:

BASIC AMENDMENT

ROBERTO JOYERIA Y EMPENOS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	01
Estimated Charge	\$43.75

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Amond Malifor



FLORIDA DEPARTMENT OF STATE Glanda E. Hood Secretary of State

June 8, 2004

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ROBERTO JOYERIA Y EMPENOS, INC. 2050 WEST 56 STREET, SUITE 19 HIALEAH, FL 33016

SUBJECT: ROBERTO JOYERIA Y EMPENOS, INC.

REF: P03000086790

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

PLEASE NOTE, THE PERSON SIGNING AS REGISTERED AGENT (BEATRIS RIVAS) AND THE PERSON SIGNING AS INCORPORATOR (RICARDO RIVAS) APPEAR TO SIGN THEIR NAMES EXACTLY THE SAME. PLEASE VERIFY THE SIGNATURES. WE NEED EACH ONE OF THEM TO SIGN, NOT JUST ONE OF THEM SIGNING FOR BOTH.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6906.

Darlene Connall Document Specialist FAX Aud. #: H04000119683 Letter Number: 504A00038941

HO4-119683

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

ROBERTO JOYERIA Y EMPENOS, INC.

(Present Name of Corporation)

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

FIRST: Amendment(s) adopted: Indicate article number(s) being amended, added or deleted. ARTICLE 3: REGISTERED AGENT SHALL BE CHANGED TO: BEATRIS RIVAS 10113 E. OKEECHOBEE RD. HIALEAH GARDEN 33016

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: 06/04/04

FOURTH: Add	option of Amer	ndment(s) (<	CHECK ONE
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Γ	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 appr	roved 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	board of directors	without shareholder	action
ä	and shareholder action was n	ot required.			

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

SIGNED THIS 4th DAY OF JUNE, 2004.

SIGNATURE

(By the Chairman or Vice Chairman of the Board of Directors, President, Incorporator, Director, Registered Agent or other officer if adopted by the shareholders.)

TYPED OR PRINTED NAME: RICARDO RIVAS TITLE:INCORPORATOR HO4-119683

O4 JUN 11 PM 5: 35

H03-119683

I hereby state that I am familiar with and accept the duties and responsibilities of registered agent for Roberto Joyeria y Empenos, Inc.

I am aware of and approve the changes proposed in the attached amendment.

Signature of Registered Agen