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PRESTIGE INTERNATIONAL REAL ESTATE GROUP, INC.

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Prestige International Real Estate Group, INC.
a Florida corporation

The undersigned, being the President and Director of **Prestige International Real Estate Group, INC.**, a Florida corporation (the "Corporation"), hereby certifies that the Articles of Incorporation of the Corporation are hereby modified and amended by these Articles of Amendment (the "Amendment") as follows:

A. The Articles of Incorporation of the Corporation are hereby amended to provide that the following Officer of the Corporation has been removed from his respective office(s) and/or position(s):

<u>Office</u>	<u>Name</u>	<u>Address</u>
President/Director	Manuel Huera	c/o 2601 South Bayshore Dr., #700 Coconut Grove, Florida 33133

B. The Articles of Incorporation of the Corporation are hereby amended to provide that as of the date hereof, the following individual has been appointed to the Office of President and Director:

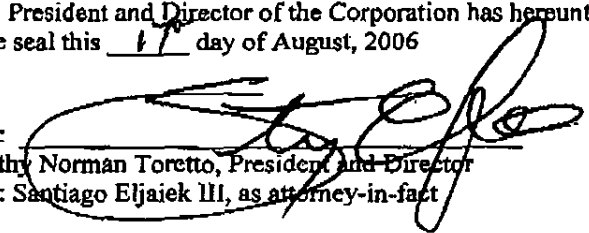
<u>Office</u>	<u>Name</u>	<u>Address</u>
President and Director	Cathy Norman Toretto	c/o 2601 South Bayshore Dr., #700 Coconut Grove, Florida 33133

Accordingly, filing of this Amendment, the Officers and Directors of the Corporation and there respective positions shall be:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President and Director	Cathy Norman Toretto	c/o 2601 South Bayshore Dr., #700 Coconut Grove, Florida 33133
Treasurer, Secretary and Director	Sara Fernandez	c/o 2601 South Bayshore Dr., #700 Coconut Grove, Florida 33133

C. The foregoing amendments were unanimously approved by the Corporation's Board of Directors and Shareholders, by joint resolution of the Corporation's Directors and Shareholders dated July 6th, 2006.

IN WITNESS WHEREOF, the undersigned President and Director of the Corporation has hereunto set his hands and affixed the Corporation's corporate seal this 17 day of August, 2006

By: 
Cathy Norman Toretto, President and Director
By: Santiago Eljaiek III, as attorney-in-fact

[Company Seal]