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Florida Department of State  
Division of Corporations  
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DIVISION OF CORPORATIONS

BASIC AMENDMENT

BELLA HILLS INVESTMENTS, INC.

Certificate of Status	1
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Page Count	03
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P. 02/04

Audit No.: H040000388863

**ARTICLES OF AMENDMENT  
TO THE ARTICLES OF INCORPORATION OF  
BELLA HILLS INVESTMENTS, INC.,  
a Florida corporation**

**FILED**  
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TALLAHASSEE, FLORIDA

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. ARTICLE 2 of the Articles of Incorporation of BELLA HILLS INVESTMENTS, INC., a Florida corporation (the "Corporation"), is hereby amended to reflect the new principal place of business:

Article 2: the principal place of business is  
c/o 283 Catalonia Avenue  
Coral Gables, Florida 33134

SECOND. The foregoing Amendment to the Articles of Incorporation of BELLA HILLS INVESTMENTS, INC., a Florida corporation, was approved and adopted by means of a unanimous written action of the Shareholders and Directors of the Corporation, dated February 24, 2004.

IN WITNESS WHEREOF, the undersigned President of the Corporation, pursuant to the unanimous approval granted by the Shareholders and Directors of the Corporation, has executed this Articles of Amendment, this February 24, 2004.

  
Marlene C. Hernandez, President

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Audit No.: H040000388863  
This instrument prepared by:  
Rasco Reininger Perez & Esquenazi, P.L.  
283 Catalonia Avenue  
2<sup>nd</sup> Floor  
Coral Gables, Florida 33134  
Telephone (305) 476-7100

**WRITTEN CONSENT OF THE  
SHAREHOLDERS AND DIRECTORS OF  
BELLA HILLS INVESTMENTS, INC.,  
A FLORIDA CORPORATION  
IN LIEU OF A SPECIAL JOINT MEETING**

The undersigned Shareholders and Directors of BELLA HILLS INVESTMENTS, INC., a Florida corporation (the "Corporation"), hereby waive any and all notice requirements, consent to the corporate actions specified below and adopt the following resolution by written consent in lieu of holding a special joint meeting, pursuant to the terms of §§ 607.0704, 607.0706, 607.0821 and 607.0822, Florida Statutes.

**WHEREAS**, the Shareholders and Directors of the Corporation believe it to be in the best interests of the Corporation and its Shareholders to amend Article 2 of the Corporation's Articles of Incorporation to reflect the Corporation's principal place of business as c/o 283 Catalonia Avenue, 2<sup>nd</sup> Floor, Coral Gables, Florida 33134; and it is

**RESOLVED**, that Article 2 of the Corporation's Articles of Incorporation be amended to reflect the Corporation's principal place of business as c/o 283 Catalonia Avenue, 2<sup>nd</sup> Floor, Coral Gables, Florida 33134; and be it

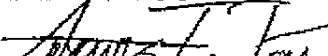
**FINALLY RESOLVED**, that the President of the Corporation shall be and he is hereby, authorized and directed to execute, on behalf of the Corporation, Articles of Amendment to the Articles of Incorporation of the Corporation to effect the foregoing amendment and to file said Articles with the Secretary of State of Florida.

IN WITNESS WHEREOF, the undersigned Directors and Shareholders of BELLA HILLS INVESTMENTS, INC. have executed this written consent this 24<sup>th</sup> day of February, 2004.

**DIRECTORS:**

  
MARLENE C. HERNANDEZ


  
VIVIAN V. POU

  
ARMANDO F. POU

  
JUAN C. SACO

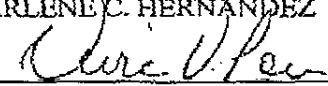
  
REINALDO DOMINGUEZ, JR.

  
ELIANA O. GARCIA

  
SANTIAGO M. GARCIA

SHAREHOLDERS:


  
MARLENE C. HERNANDEZ

  
VIVIAN V. POU

  
ARMANDO F. POU

  
JUAN C. SACO

  
REINALDO DOMINGUEZ, JR.

  
ELIANA O. GARCIA

  
SANTIAGO M. GARCIA