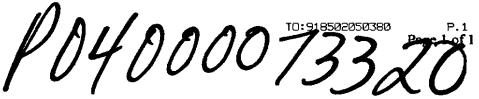
NOV-22-2005 23:24 FROM: Division of Corporations



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From:

Account Name : BERRIZ & GIRALDO P.A.

Account Number : 119990000017 Phone : (305)485-9300 Fax Number : (305)485-1098 NOV 23 FH 2: 4

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BASIC AMENDMENT

AMERICAN TOURS USA, INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$35.00

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T. lewis Amend

TO:918502050380

P.2

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

AMERICAN TOURS USA, INC.

(Present name)

Pursuant to the provisions of action 607.1006, Florida Statues, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation.

FTRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted) THE NEW PRINCIPAL ADDRESS IS:

4030 NW 26 ST MIAMI, FL. 33142

THE NEW MAILING ADDRESS IS: 4030 NW 26 ST MIAMI, FL. 33142

ARTICLE V REGISTERED AGENT

SANABRIA, JOSE FERNANDO 640 NW 36 CT SUITE C-3 MIAMI, FL. 33125

REGISTERED AGENT

DELETE:

SANABRIA, JOSE FERNANDO 640 NW 36 CT SUITE C-3 MIAMI, FL. 33125 REGISTERED AGENT

ADD:

GROSSO, JORGE ENRIQUE 4030 NW 26 ST MIAMI, FL. 33125 REGISTERED AGENT

ARTICLE VI OFFICERS & DIRECTORS

SANABRIA, JOSE FERNANDO GROSSO, LUCIA E GROSSO, JUAN PABLO

PRESIDENT VICEPRESIDENT SECRETARY

DELETE:

SANABRIA, JOSE FERNANDO GROSSO, JUAN PABLO

PRESIDENT SECRETARY

ADD:

GROSSO, JORGE ENRIQUE 4030 NW 26 ST MIAMI, FL. 33142 PRESIDENT

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:

BERRIZ & GIRALDO P.A. 4080 SW 84 AVE SUITE C MIAMI, FL 33155 (305) 485-9300 HOS 000 2713543

	\$105 000 271 724 3, ,
THIRD:	The date each amendment's adoption: November 18,05
FOURTH:	Adoption of Amendment(s) (CHECK ONE)
	X- 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 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
	byvoting 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.
	Signed this 18 day of November 05.
Signa	
	(By the charman or vice charman of the board of directors, President or other officer if adopted by the Shareholders)
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	Jose Fernando Sangbria.
	Typed or printed name
	Title

Having been named as registered agent and to accept service of process for the stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity.

x | one //ross
Registered agent signature

HO5 000 2713543.