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From:

Account Name : FILLINGS, INC.
Account Number : 072720000101
Phone : (850) 385-6735
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BASIC AMENDMENT

MTL SOUTH FLORIDA CORP.

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ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
MTL South Florida Corp.

Pursuant to Chapter 607.1006 of the Florida Business Corporation Act, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendments adopted:

Article VII is hereby amended to read as follows: the name and address of the directors of the corporation are as follows:

Fernando Iriarte
2100 Ponce de Leon Blvd. #600
Coral Gables, Florida 33134

Article VIII is hereby amended to read as follows: The name and address of the officers of the corporation are as follows:

Fernando Iriarte
President
2100 Ponce de Leon Blvd, #600
Coral Gables, Florida 33134

Carlos J. Villanueva
Secretary
2100 Ponce de Leon Blvd. #600
Coral Gables, Florida 33134

SECOND: The date of the amendment's adoption was November 28, 2005.

THIRD: Adoption of Amendment:

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

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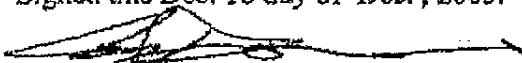
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Signed this Dec. 16 day of Dec. , 2005.



Carlos J. Villanueva, Secretary

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