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TALLAHASSEE FLORIDA

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VILAR & MONTERO, P.L.

1101 BRICKELL AVENUE, SUITE 804
MIAMI, FLORIDA 33131
TEL: (305) 373-2800 FAX: (305) 373-0505
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August 31, 2005

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Amendment of Articles of Incorporation

Dear sir/madam,

Enclosed please find Articles of Amendment to the Articles of Incorporation for
Corporacion Internacional Despierta America, Inc.

We are forwarding a check for \$35.00 for processing. Please forward
confirmation to me at the above address.

Regards,



Julian F. Montero, Esq.



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

September 6, 2005

VILAR & MONTERO, P.L.
1101 BRICKELL AVE STE 804
MIAMI, FL 33131

SUBJECT: CORPORACION INTERNACIONAL DESPIERTA AMERICA, INC.
Ref. Number: P05000085481

We have received your document for CORPORACION INTERNACIONAL DESPIERTA AMERICA, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Amendments for Florida profit corporations are filed in compliance with section 607.1006, Florida Statutes. Please see the enclosed information.

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) 245-6927.

Tracy Smith
Document Specialist

Letter Number: 805A00055382

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
CORPORACION INTERNACIONAL DESPIERTA AMERICA, INC.
A FLORIDA CORPORATION

FIRST: The date of filing of the Articles of Incorporation of Corporación Internacional Despierta America, Inc. (the "Company") was June 14, 2005.

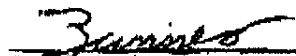
SECOND: The following amendments to the Articles of Incorporation were adopted by the company:

Article 2. ADDRESS: The mailing address and street address of the principal place of business of the company shall be 13069 NW 42 Avenue, Opa Locka, Florida 33054.

Article 5. REGISTERED AGENT. The name and the Florida street address of the registered agent are:

Zunmer E. Soliz Amurrio
7335 Fairway Drive, Apt. 603
Miami Lakes, FL 33014

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.


Zunmer E. Soliz Amurrio


Article 6. OFFICERS. The name and address of the Officers of the company are:

Ricardo Claure, President, 7335 Fairway Drive, Apt. 603.
Miami Lakes, FL 33014

Zunmer E. Soliz Amurrio, Vice President, 7335 Fairway Drive, Apt. 603
Miami Lakes, FL 33014

Diego M. Herrera-Perez, Vice President, 3010 N. Course Drive, Apt. 610,
Pompano Beach, FL 33069

Dated: August 25, 2005


Ricardo Claure, President

The date of each amendment(s) adoption: August 25, 2005

Effective date if applicable: August 25, 2005
(no more than 90 days after amendment file date)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.