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JORGE SANCHEZ-GALARRAGA

PROFESSIONAL ASSOCIATION

LAW OFFICES

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October 30, 1997

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-11/03/97-011057-020
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97 NOV -3 AM 9:45-9
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: **Trans World Tobacco Corporation**

Gentlemen:

Enclosed are the following:

1. Original and copy of the articles of amendment to articles of incorporation of the above referenced corporation.
3. Check to cover your fees for filing and certification.

Thank you for your kind attention to this matter.

Very truly yours,



JORGE SANCHEZ-GALARRAGA

JSG:dbd

Enclosures

VS NOV / 1997

N/C

CERTIFICATE OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
TRANS WORLD TOBACCO CORPORATION

FILED
97 NOV -3 AM 9:46
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The foregoing amendment to the original Articles of Incorporation of TRANS WORLD TOBACCO CORPORATION, a Florida corporation, as approved by the office of the Secretary of Florida on February 4, 1994, was duly adopted by resolution on October 2, 1997.

The Articles of Incorporation of TRANS WORLD TOBACCO CORPORATION, are amended solely as set forth hereinbelow:

Article I of the existing Articles of Incorporation is amended by changing the name of the corporation as follows:

ARTICLE I

"The name of the corporation shall be TRANSWORLD TRADING CORP."

The undersigned officers of TRANS WORLD TOBACCO CORPORATION, by affixing their signatures hereto, do certify that the amendment as set forth hereinabove was duly adopted by the Shareholders and Directors of the Corporation as stated hereinabove, and except as hereinabove specifically amended, the original Articles of Incorporation of TRANS WORLD TOBACCO CORPORATION, remains as filed and approved.

TRANS WORLD TOBACCO CORPORATION

By: _____

Mirella Veiluva, President

Attest: _____

Giovanni Frova, Secretary

REPUBLIC OF ITALY
CITY OF MILAN
EMBASSY OF THE UNITED
STATES OF AMERICA

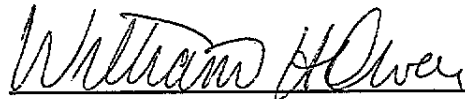
Republic of Italy
Province of Milan
City of Milan
Consulate General of the
United States of America } SS

OCT. 23 1997

I HEREBY CERTIFY that on this ____ day of October, 1997, before me personally appeared MIRELLA VEILUVA, as President and GIOVANNI FROVA, as Secretary, of TRANS WORLD TOBACCO CORPORATION, and they acknowledged the execution thereof to be their free act and deed as such officer for the uses and purposes therein mentioned and that they affixed thereto the official seal of said Corporation, and that the said instrument is the act and deed of said Corporation.

OCT. 23 1997

SWORN TO AND SUBSCRIBED before me on this ____ day of October, 1997.


Vice-Consul WILLIAM H. OWEN
Consul of the
United States of America