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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: CONTINENTAL MARKETING, INC.

AUDIT NUMBER.....H97000010376

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 1

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TALLAHASSEE, FLORIDA

Amendment
6/25/97
DC

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FAX #: (904) 922-4000

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305) 599-0839

ACCT#: 071001002335

FAX #: (305) 716-0346

NAME: CONTINENTAL MARKETING, INC.

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FAX #: (904)922-4000

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: CONTINENTAL MARKETING, INC.
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DIVISION OF CORPORATIONS

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

CONTINENTAL MARKETING, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST:

ARTICLE V: The Capital Stock has been increase from 1,000 to 70,000 shares of common stock at par value of \$ 1.00 each.

ARTICLE VII: The names and addresses of the directors of this corporation are:

GUILLERMO CASTILLO	PRESIDENT	1469 PRESIDIO DR FT. LAUDERDALE, FL 33327
ANGELO GAIS	VICE-PRESIDENT	140 CAMERON DR FT. LAUDERDALE, FL 33326

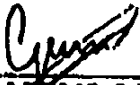
SECOND:

The amendments were adopted by shareholders of the corporation on the 20th day of June of 1997.

THIRD:

The amendments were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval.

Signed this 20th day of June, 1997.


GUILLERMO CASTILLO
PRESIDENT

Prepared by: Guillermo Castillo
1469 Presidio Dr.
Ft. Lauderdale, Fl 33327
(305) 822-4299

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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