

P95000063364

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((H97000009703 4))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: STEPS IMPORT & EXPOT, INC.

AUDIT NUMBER.....H97000009703

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 3

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TALLAHASSEE, FLORIDA

Amendment
6/16/97
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((H97000009703 4))

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILE (H97000009703-4)

TO: DIVISION OF CORPORATIONS

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 13, 1997

STEPS IMPORT & EXPOT, INC.
10 N.E. 45TH STREET
POMPANO BEACH, FL 33064

SUBJECT: STEPS IMPORT & EXPOT, INC.
REF: P95000063364

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

Please list the information changing in Article IV under the section named (FIRST: Amendment adopted :).

The name and capacity of the person signing the document must be noted beneath or opposite the signature.

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 (904) 487-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: H97000009703
Letter Number: 397A00031818

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CLERK OF SUPERIOR COURT

③ H97000009703

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

STEPS IMPORT & EXPORT, INC. # P95000063364

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

FIRST: Amendment adopted: Exchange
Article Fourth

The number of share that the corporation is authorized to issue is 500, all of which are with par value of \$1.00 dollar each and are of the same class and are to be Common share.

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:

Article Fourth. Subscribers the number of shares:

NAME	SHARES
Francisco Balbi	50%
Roosevelt Moreira Rocha	50%

PREPARED BY:
ERNESTO HUERTAS, ACCOUNTANT
E & V GREAT PROFESSIONAL, INC.
8001 N.W. 7ST #8
MIAMI, FL 33126
TEL:(305) 265-1547

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TALLAHASSEE, FLORIDA

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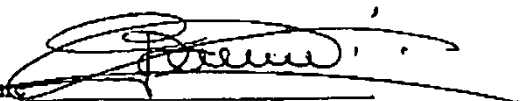
H 97000009703

THIRD: The date of each amendment's adoption June 12, 1997.

FOURTH: Adoption of Amendment

- (X) The amendment was/were approved by the shareholders. The number of votes cast for the amendment was/were sufficient for approval.
- () The amendment 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:
"The number of votes cast for the amendment was/were sufficient for approval by Francisco Balbi.
- () The amendment was/ were adopted by the board of directors without shareholder action and shareholder action was not required.
- () The amendment was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 12 day of June, 1997.

Signature 
Francisco Balbi / President

H 97000009703