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GLOBAL MARKETING & MANAGEMENT, INC.

7402 N. 56TH ST. STE. 906
TAMPA, FLORIDA 33617

MAY 5, 1997

FLORIDA DEPARTMENT OF STATE
CORPORATE RECORDS
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

211 PM
97 MAY -9 PM 2:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

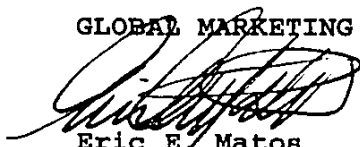
DEAR SIR/MADAM:

Enclosed please find the original and a copy of the Amendment of Articles of Incorporation GLOBAL MARKETING & MANAGEMENT, INC.

Also find enclosed a check payable to the Secretary of State in the amount of \$35.00 which includes filing fees.

Sincerely,

GLOBAL MARKETING & MANAGEMENT, INC.



Eric E. Matos
Vice President & Secretary of the Board

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ARTICLES
OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
MANAGEMENT SERVICES GROUP INTERNATIONAL, INC.

FILED
97 MAY -9 PM 2:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A special meeting of the Shareholders of MANAGEMENTS SERVICES GROUP INTERNATIONAL, INC. was held at the hour of 2:00 PM, on the day of May 02, 1997, at the office of the Corporation located at Tampa, Florida.

The President and the Secretary of the corporation acted, respectively, as chairperson and secretary of the meeting.

The chairperson called the meeting to order and the secretary called the roll of shareholders entitled to vote.

Those present were the following constituting all of the shareholders of the corporation entitled to vote:

ANGEL E. CINTRON ERIC E. MATOS JOSE S. RAMOS

There being present at the meeting of shareholders of record holding all of the shares of common stock of the corporation issued and outstanding which have voting power, the chairperson declared that a quorum was present and that the meeting was duly opened for business.

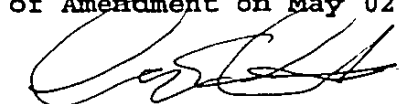
NOW THEREFORE, pursuant to the provisions of Section 607.1006, the Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: To change the Corporation:

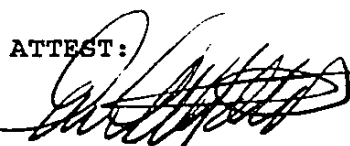
To change the corporate name of Article I- Name of all corporations shall be:

GLOBAL MARKETING & MANAGEMENT, INC.

IN WITNESS WHEREOF, we the undersigned have executed these Articles of Amendment on May 02, 1997.



By: ANGEL E. CINTRON - CHAIRMAN
OF BOARD OF DIRECTOS

ATTEST: 

By: ERIC E. MATOS - SECRETARY
OF THE BOARD OF DIRECTORS