

7/21/97

P9500092313

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
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(H9700011816 00)

11:17 PM

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: PERFECT EXPRESS, INC.
AUDIT NUMBER.....H9700011816
DOC TYPE.....BASIC AMENDMENT
CERT. OF STATUS..0
CERT. COPIES.....0

PAGES..... 2
DEL.METHOD.. FAX
EST.CHARGE.. \$35.00

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* ENTER 'M' FOR MENU. **

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FILED
97 JUL 25 PM 12:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Done 7/25

Amend.

2

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF

H97000011816

PERFECT EXPRESS, INC.

P95009092313

PURSUANT TO THE PROVISIONS OF SELECTION 607.1006, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

FILED
97 JUL 25 PM 12:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FIRST:

AMENDMENT ADOPTED:

1 - THE NEW BOARD OF DIRECTORS FOR THIS CORPORATION WILL BE:

GUILHERME F. VIEIRA - PRESIDENT, SECRETARY & DIRECTOR
FATIMA C. MOLINO VIEIRA - VICE PRESIDENT, TREASURER & DIRECTOR

PRINCIPAL & MAILING ADDRESS:
245 SOUTH EAST 1ST STREET SUITE 333
MIAMI, FLORIDA 33131 (305) 371-6433

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:

THIRD:

THE DATE OF EACH AMENDMENT'S ADOPTION: JULY 04TH 1997.

FOURTH:

ADOPTIONS OF AMENDMENTS:

THE AMENDMENT(S) WAS/WERE ADOPTED BY THE INCORPORATORS WITHOUT SHAREHOLDER ACTION AND SHAREHOLDER ACTION WAS NOT REQUIRED.

THE AMENDMENT(S) WAS/WERE APPROVED BY THE SHAREHOLDERS, THE NUMBER OF VOTES CAST FOR THE AMENDMENT(S) WAS/WERE SUFFICIENT FOR THE APPROVAL.

THE AMENDMENT(S) WAS/WERE APPROVED BY THE SHAREHOLDERS THROUGH VOTING GROUPS.

(THE FOLLOWING STATEMENT MUST BE SEPARATELY APPROVED FOR EACH VOTING ENTITLED TO VOTE SEPARATELY ON THE AMENDMENT(S).)

THE NUMBER OF VOTES CAST FOR THE AMENDMENT(S) WAS/WERE SUFFICIENT FOR APPROVAL BY: _____

(Voting group)

SIGNED THIS 04TH DAY OF JULY, 1997.

PERFECT EXPRESS, INC.

BY:

Guilherme F. Vieira

(Chairman or Vice-Chairman of the Board of Directors, President or other officer (if adopted the shareholder))

Typed or printed name: GUILHERME F. VIEIRA

Title: INCORPORATOR

H97000011816

PREPARED BY: GUILLERMO UBIETA, JR., 8045 NORTH WEST 36TH STREET SUITE 525, MIAMI, FL 33166

7/21/97

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12:47 PM

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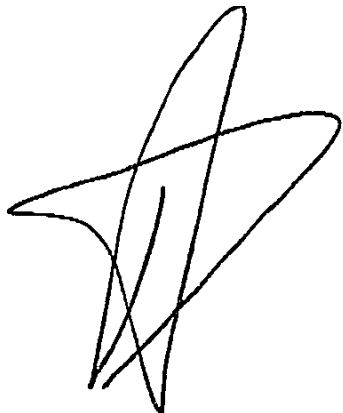
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DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

July 25, 1997

PERFECT EXPRESS, INC.
245 SE 1ST STREET
SUITE 333
MIAMI, FL 33131USSUBJECT: PERFECT EXPRESS, INC.
REF: P95000092313

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

The phone number of the preparer of the original document must be contained in the lower left-hand corner of the first page of the document.

Please make a selection on how the amendment was adopted by either the director or incorporator. Please correct your document accordingly.

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) 487-6908.

Teresa Brown
Corporate SpecialistFAX Aud. #: H97000011816
Letter Number: 397A00037638

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DIVISION OF CORPORATE AFFAIRS