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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
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NAME: H.A.M. BUSINESS CORPORATION
AUDIT NUMBER.....H97000016386
DOC TYPE.....BASIC AMENDMENT
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*Amendment
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**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
H. A. M. BUSINESS CORPORATION**

P95000093979 (9)

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

FIRST:

AMENDMENT ADOPTED:

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

**ABNER A. DE ALMEIDA / PRESIDENT, TREASURER & DIRECTOR
MARLI F. DE ALMEIDA / VICE-PRESIDENT, SECRETARY & DIRECTOR
MAURICIO PAOLUCCI / DIRECTOR
PRINCIPAL & MAILING ADDRESS:
4815 NORTH WEST 79TH AVENUE SUITE NO. 6 MIAMI, FLORIDA 33166**

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 FOLLOW.

THIRD:

THE DATE OF EACH AMENDMENT'S ADOPTION: OCTOBER 01ST 1997.

FOURTH:

ADOPTIONS OF AMENDMENTS:

X THE AMENDMENT(s) WAS/WERE ADOPTED BY THE INCORPORATORS OR BOARD OF DIRECTORS 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 1ST DAY OF OCTOBER, 1997.

H. A. M. BUSINESS CORPORATION

BY. _____

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

Typed or printed name: **MARLI F. DE ALMEIDA**
Title: **INCORPORATOR / DIRECTOR**

PREPARED BY: GUILLERMO UBIETA, JR., 8045 NORTH WEST 36TH STREET SUITE 525,
MIAMI, FL. 33166 (305) 597-4511

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