Cosme J. de la Torriente, P. A.

Alterney and Counsellor at Law

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Miami, Florida 33129

TELEPHONE (305) 857-3434 FAX (305) 858 -8824

March 13, 1997

Florida Department of State Division of Corporation PO Box 6327 Tallahassee, Florida 32314

MARTINEZ-BIFTH ENTERPRISES, INC. RE:

Dear Madam or Sir:

In connection with the above captioned company enclosed please find Articles of Amendment to the Articles of Incorporation together with my check in the amount of \$35.00 representing the filing fee for said Articles of Amendment.

If everything is in order, I would appreciate confirmation that the Articles of Amendment have been filed.

Very truly yours,

Cosme de la Torriente, Esquire

CT/bna **Enclosures**

FILED
97 MAR 17 PH 12: 36
SEGRETARY OF STATE
(LAHASSEE, FLORIBA

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

97 HAR 17 PH 12: 36 SECRETARY OF STATE TALLAHASSEE, FLORIDA

MARTINEZ-BIETH ENTERPRISES. INC.

Furnish to the provisions of section 607,1006. Florida Halites, this corporation adopts the following articles of amendment to its articles of involvention

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

THE FOLLOWING ARTICLES ARE HEREBY AMENDED TO READ AS FOLLOWS:

ARTICLE V NUMBER OF DIRECTORS:

THE NAME AND ADDRESS OF THE NEW DIRECTORS TOGETHER WITH THEIR OFFICIAL CAPACITY ARE AS FOLLOWS:

JORGE MARTINEZ, PRESIDENT

ADDRESS: 20570 SW 1ST STREET, PEMBROOKE PINES, FLORIDA 33029

CLAUDIA MARTINEZ, TREASURER

ADDRESS:20570 SW 1st STREET, PEMBROOKE PINES, FLORIDA 33029

YOLANDA BIETH, SECRETARY

ADDRESS: 2579 WEST 70TH STREET, HIALEAH, FLORIDA 33016

ARTICLE X SPECIAL VOTING PROVISIONS:

THE REQUIRED PERCENTAGE OF SHARES NEEDED TO PASS EACH OF THE FOLLOWING OCCURENCES SHALL BE AS FOLLOWS:

- Amendment of this Certificate of Incorporation REQUIRED PERCENTAGE: MAJORITY
- Sale, lease or exchange of the Corporations property and assets essential to the business of this Corporation.
 REQUIRED PERCENTAGE: MAJORITY
- 3. Merger or consolidation of this Corporation into or with any other Corporation.

REQUIRED PERCENTAGE: MAJORITY

- 4. Voluntary dismissal of this Corporation. REQUIRED PERCENTAGE: MAJORITY
- **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:

February 7, 1997

FOURTH: Adoption of Amendment(s) (check one)

Adoption of Amendment (5) (clock one)	
XX	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
_	The amendment(s) was/were approved by the shareholders through voting groups.
	The followers, statement must be reparally provided for each voling group intilled to mole reparally on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient for approval by"
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 9 day of February, 1997.

Signature_

JORGE MARTINEZ TYPED OR PRINTED NAME

PRESIDENT TITLE

Signature

CLAUDIA MARTINES
TYPED OR PRINTED NAME

TREASURER (

Signature

OLANDA BIETH

TYPED OR PRINTED NAME

SECRETARY TITLE