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ARTICLES OF AMENDMENT OF ARTICLES OF INCORPORATION OF

CORREA, VALLE & VALLE, INC.

The undersigned, all of the members of the board of directors of Correa, Valle, Valle, Inc., a Florida corporation (the "Corporation") and constituting a majority of the common stockholders of the Corporation, pursuant to the authority contained in Section 607.0704 and Section 607.0821 of Florida Business Corporation Act, without the formality of convening a meeting, and waiving any and all notice requirements, do hereby consent to the following actions of the Corporation:

WHEREAS, the undersigned, representing all of the members of the board of directors and a majority of the stockholders of the Corporation desire to amend the name of the Corporation and name new officers for the Corporation.

NOW, THEREFORE BE IT, RESOLVED, that Article I of the Articles of Incorporation of the Corporation shall be amended to change the name of the Corporation to VALLE & VALLE, INC;

FURTHER RESOLVED, that the following individuals shall serve as officers of the Corporation in the capacities set forth opposite to their names:

Erick Valle Estella Valle President and Secretary
Vice-President and Treasurer

FURTHER RESOLVED, that the appropriate officers of the Corporation are authorized and directed to file with the Florida Secretary of State an amendment to the Corporation's Articles of Incorporation reflecting the foregoing resolution.

[signatures on following page]

IN WITNESS WHEREOF, the undersigned, representing all of the members of the board of directors and the majority of the stockholders of the Corporation, have executed this consent effective as of February 23, 2004.

DIRECTORS:

Name: Erick Valle

Title: Director

Date: February 28, 2004

Name: Estela Valle

Title: Director

Date: February 23, 2003

STOCKHOLDERS:

Name: Erick Valle

Date: February 23, 2003

Name: Estela Valle

Date: February 23, 2003