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January 11, 2001

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
Attn.: Amendment Section

Re: 300 ARAGON, INC. - Document # P96000044649

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-01/17/01--01071--007
*****43.75 *****43.75

Dear Sir/Madam:

Enclosed herewith please find the original and one copy of the Articles of Amendment to the Articles of Incorporation of the above referenced company, and a check in the amount of \$43.75 to cover your fees (\$35.00 filing fee and \$8.75 certified copy).

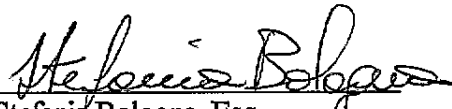
Please file said amendment and send us a certified copy of same at the following address:

Stefania Bologna, Esq.
SALUSSOLIA & ASSOCIATES
200 South Biscayne Blvd., Suite 4815
Miami, FL 33131

Your attention to this matter is greatly appreciated, and should you have any questions regarding the above, please do not hesitate to contact our office.

Sincerely,

SALUSSOLIA & ASSOCIATES


Stefania Bologna, Esq.

*Amend
1-22-01
BHS*

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
300 ARAGON, INC.**

FILED
01 JAN 17 PM 3:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of this corporation is 300 Aragon, Inc. (the "Corporation")
2. Pursuant to the provisions of section 607.1006, Florida Statutes, Article V of the Articles of Incorporation of 300 Aragon Inc., a Florida corporation, is hereby amended as follows:

ARTICLE V

CAPITAL STOCK

The corporation is authorized to issue 1000 shares of \$0.10 par value common stock, which shall be designated "Common Shares of Class A" and 1000 shares of \$0.10 par value common stock, which shall be designated "Common Shares of Class B." The terms of each class of shares shall be determined pursuant to the By-Laws of the corporation as adopted by the Board of Directors.

3. The foregoing amendment was approved by the Board of Directors and the Shareholders of the Corporation, comprising the only voting group of this Corporation by written consent to action dated December 27, 2000. The number of votes cast for the amendment by such voting group was sufficient for approval by the voting group.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment, this 27th day of December, 2000.



Piero Salussolia, President