

6/10/97

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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: INFOPOINT INTERNATIONAL TRADING COMPANY

AUDIT NUMBER.....H97000009499

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 2

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**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
INFOPOINT INTERNATIONAL TRADING COMPANY**

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

FIRST:

AMENDMENT ADOPTED:

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

**BRUNO CORREA LOPES - PRESIDENT, SECRETARY & DIRECTOR
DIVINO MAURO SOARES - VICE-PRESIDENT, TREASURER & DIRECTOR
PRINCIPAL & MAILING ADDRESS:**

2920 NORTH WEST 72ND AVENUE MIAMI, FL. 33122

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: JUNE 3RD 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 3RD DAY OF JUNE, 1997.

INFOPOINT INTERNATIONAL TRADING COMPANY

BY: _____

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

Typed or printed name: DIVINO MAURO SOARES
Title: DIRECTOR / INCORPORATOR

PREPARED BY: GUILLERMO UBIETA, JR., 2318 WEST 68TH STREET, HIALEAH, FL. 33016 (305) 558-4514

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