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MAR-03-1997 3:01 PM EMPIRE CORPORATE KIT 01/04

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TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
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NAME: INFOPOINT INTERNATIONAL TRADING COMPANY

AUDIT NUMBER.....H97000003654

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 2

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H97000003 654 **ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
INFOPOINT INTERNATIONAL TRADING COMPANY
P96000062753**

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 & DIRECTOR
SAID J. BO SAUDER - VICE-PRESIDENT & DIRECTOR
DIVINO MAURO SOARES - SECRETARY, TREASURER & DIRECTOR
PRINCIPAL & MAILING ADDRESS:
141 NORTH EAST 3RD AVENUE STE. 407, MIAMI, FLORIDA 33132**

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: FEBRUARY 27TH 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 27TH DAY OF FEBRUARY, 1997.
INFOPOINT INTERNATIONAL TRADING COMPANY

BY: _____

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

Typed or printed name: **BRUNO CORREA LOPES**
Title: **DIRECTOR / INCORPORATOR**