POLOOOS Requestor's Name) 343 ALMERIA AVENUE

CORAL GABLES, FL 33134 – (305) 445-2700

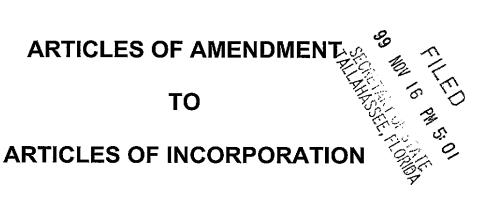
(City, State, Zip)

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OTHER FILINGS	REGISTRATION/ QUALIFICATION			
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OF

SPOONER CANYON, INC.

Pursuant to the provisions of section 617.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST:

The name of this corporation shall be changed to FTC INTERNATIONAL

CORP.

SECOND:

The Officers of the Corporation shall be:

President:

Miguel Marty

Secretary:

Miguel Marty

Treasurer:

Miguel Marty

whose addresses shall be the same as the principal address of the Corporation.

THIRD:

The Director(s) are listed as:

Elsie Sanchez

FOURTH:

The Directors shall be changed to state:

Miguel Marty

whose addresses shall be the same as the principal address of the Corporation.



FIFTH: The address of the Corporation shall be 318 Indian Trace, #451, Weston,

Florida 33326.

SIXTH: The date of the adoption of this amendment is the 15 November 1999.

SEVENTH: The amendment was approved by the shareholders. The number of votes

cast for the amendment was sufficient for approval.

EIGHTH: This amendment shall be effective upon the filing of these Articles of

Amendment to Articles of Incorporation with the Secretary of State of Florida.

iguel Marty, Presiden

Signed this 15 November 1999.

SPIEGEL & UTRERA, P.A.