

P96000080315

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

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Auburn Harbor, Inc. P96000080315
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

C. COULLIETTE NOV 19 1999

Examiner's Initials

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
AUBURN HARBOR, INC.

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TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST: The Officers of the Corporation shall be:

President: Rosana Abrantes
Secretary: Elisete Passos Loturco

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

SECOND: The Directors of the Corporation shall be:

Rosana Abrantes
Jose Luciano Pereira

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

THIRD: The address of the Corporation shall be 168 Southeast 1 Street, Suite 700, Miami, Florida 33131

FOURTH: The date of the adoption of this amendment is the 17 November 1999.



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FIFTH: The amendment was adopted by the Board of Directors. No Shareholder action was required for adoption.

SIXTH: This amendment shall be effective upon the filing with the Secretary of State of Florida.

Signed this 17 November 1999.


Rosana Abrantes, Chairman of the Board of
Directors



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