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8/05/98

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
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NAME: OSMAR INTERNATIONAL, INC.
AUDIT NUMBER.....H98000014551
DOC TYPE.....BASIC AMENDMENT
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DIVISION OF CORPORATIONS

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TALLAHASSEE, FLORIDA

Amendment
8/6/98
DC

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
OSMAR INTERNATIONAL, INC.**

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: The following articles are being amended:

Article VII: The new Board of Directors and officers are:

Jennifer Sierra, President
1240 So. Dixie Hwy
Coral Gables, Florida 33146

Mildred Marulanda, Vice president
1240 So. Dixie Hwy
Coral Gables, Florida 33146

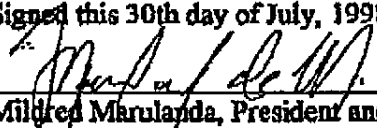
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SECOND: The date of each amendment's adoption is July 30, 1998

THIRD: The amendments were approved by the shareholders. The number of votes Cast for the amendments were sufficient for approval.

Signed this 30th day of July, 1998

Signature


Mildred Marulanda, President and as Registered agent
I accept the designation as registered agent

Prepared by: Yesit J. Campo
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