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June 22, 1998

The Amendment Section
Secretary of State
P. O. Box 6327
Tallahassee, FL 32314

Re: Our client: Flori.Dia Enterprises Inc.

700002572367--0
-06/25/98-D1065-010
*****35.00 *****35.00

Dear Sir or Madam:

Regarding our above mentioned client, enclosed please find Third Articles of Amendment to Articles of Incorporation of Flori.Dia Enterprises Inc. together with our client's check number 2031 in the amount of \$35.00 to cover the filing fees.

Please return to the undersigned, for our records, the enclosed copy marked filed.

We thank you in advance for your kind and prompt cooperation in this matter.

Sincerely yours,

Raquel M. Matas
Raquel M. Matas
Nelda Codorniu
Secretary

RMM/nc
Encl.

Document #: 1191593

Amend

See 7/7

FILED
98 JUN 25 PM 2:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CARLTON, FIELDS, WARD, EMMANUEL, SMITH & CUTLER, P.A.

TAMPA ORLANDO PENSACOLA TALLAHASSEE WEST PALM BEACH ST. PETERSBURG MIAMI

THIRD ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
FLORI•DIA ENTERPRISES INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Section 607.1006, the Articles of Incorporation of the above named corporation ("Corporation") are hereby amended as follows:

1. Article II, Principal Office, is hereby amended to delete the address set forth in said Article II, and to insert therein the following:

The principal place of business and mailing address of this corporation shall be:

9565 Carlyle Avenue
Surfside, Fl 33154,

or such other place(s) and address(es) as may be from time to time designated by the Board of Directors.

2. Article XI, Initial Issuance of Stocks, is hereby amended to delete the second sentence of said Article XI and to substitute in its place the following sentence:

"Additional shares of common stock may be issued to Ms. de Armas and Ms. Mascaro, and/or to new shareholders in accordance with the Articles of Incorporation, the By-Laws, any Stockholders Agreement, and/or applicable law, without the necessity of further amendments."

3. This Amendment shall be effective upon filing of same with the Secretary of State in Tallahassee, Florida.

I hereby certify that the above Third Articles of Amendment to the Articles of Incorporation of Flori•Dia Enterprises Inc. was approved by all the Shareholders and by all the Directors of the Corporation at a Special Meeting duly held on JUNE 1, 1998.

Signed this 12th day of June, 1998

Signature: Celeste De Armas

Celeste De Armas

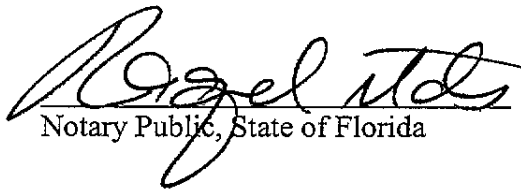
Title: Chairperson

STATE OF FLORIDA)

)§
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 22 day of June, 1998,
by CELESTE DE ARMAS, who is personally known to me or _____ has produced the following type
of identification N/A and who did not take an oath.

My Commission Expires:


Notary Public, State of Florida

