

P97000002904

Chapter Number Only

12/22/97.

Jrene

Mendez & Mendez

Requestor's Name

901 Ponce de Leon Blvd. #304

Address

Coral Gables, Fl. 33134.

City

State

ZIP

Phone

643-3850

VALIDATION ONLY

FILED
97 DEC 23 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

000002380610--2

-12/23/97--01052--020

*****35.00 *****35.00

CORPORATION(S) NAME

Top Modern Studio Corporation

() Profit

() NonProfit



Amendment

() Merger

() Foreign

() Dissolution

() Mark

() Limited Partnership

() Annual Report

() Other

() Reinstatement

() Reservation

() Change of Registered Agent

() Certified Copy

() Photo Copies

() Certificate Under Seal

() Call When Ready

() Call If Problem

() After 4:30

() Walk In

() Will Wait

(X) Pick Up

() Mail Out

Name

Availability

Document

Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

RECEIVED
12/23



Empire Toll Free: 1-800-432-3028

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

OF

TOP MODERN STUDIO CORPORATION

FILED
97 DEC 23 PM 3:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

We, the undersigned Directors of TOP MODERN STUDIO CORPORATION Corporation organized under the Laws of the State of Florida, and located in the City of Miami, Florida, hereby certify:

1. The name of the Corporation is TOP MODERN STUDIO CORPORATION.
2. The Articles of Incorporation is amended by the following resolution adopted by the shareholders on November 17, 1997.

Resolved, that the Articles of Incorporation shall be amended so that Articles VII, IX, X, XI are eliminated, and the following substituted for:

ARTICLE VII

The names and street addresses of the members of the Board of Directors of the Corporation are:

MARLENE PACHECO	President, Secretary/Treasurer & Director	8259 N. W. 194th Terrace Miami, Florida 33015
GREENY VALBUENA	Director	16225 N. W. 64th Avenue Miami Lakes, Florida 33014

ARTICLE IX

The name and street address of the officers of this Corporation are as follows:

MARLENE PACHECO	President, Secretary/Treasurer	8259 N. W. 194th Street Miami, Florida 33015
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ARTICLE X

The names and addresses of the Stockholders of the Capital Stock of this Corporation are as follows:

MARLENE PACHECO	8259 N. W. 194th Terr. Miami, Florida 33015	50 Shares
GREENY VALBUENA	16225 N.W. 64th Ave., #136 Miami, Florida 33014	50 Shares

ARTICLE XI

The name and address of the registered agent of this corporation is:

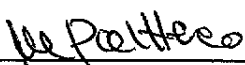
MARLENE PACHECO
7902 N. W. 36th Street, Suite #211
Miami, FL 33166

3. The above resolution was adopted by the Board of Directors and by the Shareholders unanimously.

Signed and dated this 17th day of November, 1997, at Coral Gables, Florida.

The undersigned, MARLENE PACHECO, is familiar with and accepts the duties and responsibilities as Registered Agent for said Corporation as appointed in the foregoing Certificate of Amendments.

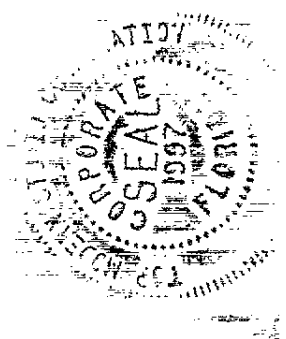
(CORPORATE SEAL)



MARLENE PACHECO
President, Secretary/Treasurer and Director
Registered Agent



GREENY VALBUENA
Director



STATE OF FLORIDA

COUNTY OF DADE

The foregoing instrument was acknowledged before me this 17th day of November, 1997, by MARLENE PACHECO and GREENY VALBUENA, who are personally known to me or who have produced Florida driver license, as identification and who did take an oath.

Luis F. Mendez

NOTARY PUBLIC

LUIS F. MENDEZ

My Commission Expires:



LUIS F MENDEZ
My Commission CC447486
Expires Mar. 22, 1999
Bonded by HAI
800-422-1555