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July 31, 1997.

Corporate Records Bureau
Department of State
P.O. Box 6327
Tallahassee, Florida 32314

Attention: Division of Corporation
Document Filing Section

Re: Amendment to Articles of Incorporation of
Housde-Land Enterprises, Corp.

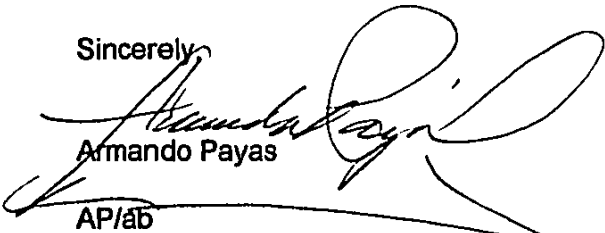
Dear Sir/ Madam:

I am enclosing with this letter the following documents relating to House-Land Enterprises, Corp.

1. The Amendment to Articles of Incorporation of House-Land enterprises, Corp.
2. This firm's check in the amount of \$87.50 to cover the following items:
Amendment to articles of Incorporation and one certified copy of Amendment to Articles of Incorporation.
3. A copy of the executed Amendment to Articles of Incorporation to be certified and returned.

Thank you for your assistance in this matter.

Sincerely,


Armando Payas

AP/ab
Encl.

FILED
97 AUG 28 AM 9 49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

See 8/27

Amend

FILED
97 AUG 28 AM 9:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

HOUSE-LAND ENTERPRISES CORP.

The undersigned President of House-Land Enterprises Corp., a Florida Corporation (the "Corporation"), for and on behalf of the Corporation does hereby execute these Articles of Amendment to the Articles of Incorporation of the Corporation. Florida.

ARTICLE V - REGISTERED OFFICE AND AGENT

The street address of the Registered Office of this corporation shall be 40 Lago Mesa, Kissimmee, Florida 32743, and the name of the registered agent of this corporation at that address is ROBERTO RAMPOLLA.

ARTICLE VI - BOARD OF DIRECTORS

A. The number of directors of the corporation shall be three (3).

B. The number of Directors of the corporation may be increased or decreased from time to time pursuant to the By-Laws adopted by the shareholders, but shall never be less than the minimum number of directors required by applicable law.

C. The name and address of the members of the Board of Directors, who shall hold office until their successors are duly elected and qualified, are:

Roberto Rampolla

3282 Fairfield Cr.
Kissimmee, Florida 34743



Edmund Santiago

15815 S. W. 88 Ct.
Miami, Florida 33156

Myriam Santiago

15815 S. W. 88 Ct.
Miami, Florida 33156

ARTICLE X: EFFECTIVE DATE OF ARTICLES OF AMENDMENT

The effective date of these Articles of Amendment shall be upon the filing hereof with the Florida Department of State.

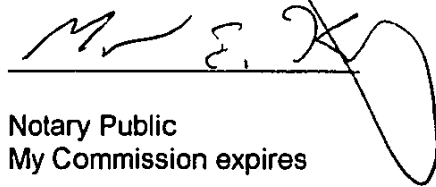
The above stated amendments were approved by unanimous consent of all shareholders entitled to vote, on March 23, 1997.

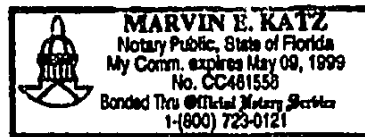
IN WITNESS WHEREOF, the undersigned President, of the corporation, have hereunto set his hand this 28th day of July, 1997.


Edmund Santiago

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 28th day of July 27, 1997, by EDMUND SANTIAGO, President of HOUSE-LAND ENTERPRISES CORP., a Florida Corporation on behalf of the corporation, who has produced his Florida Driver License as identification and who did not take an oath.


Notary Public
My Commission expires



ACCEPTANCE BY REGISTERED AGENT

The undersigned, ROBERTO RAMPOLLA as registered agent appointed in accordance with the foregoing Articles of Amendment to Articles of Incorporation, does hereby accept such appointment, and does hereby state that he is familiar with and accepts the obligation imposed pursuant to Florida Statutes 607.325 of the Florida Professional Service Corporation Act.


Roberto Rampolla



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 13, 1997

ARMANDO PAYAS
PAYAS, PAYAS & PAYAS
1018 E. ROBINSON STREET
ORLANDO, FL 32801-2024

SUBJECT: HOUSE-LAND ENTERPRISES CORP.
Ref. Number: P97000004501

We have received your document for HOUSE-LAND ENTERPRISES CORP. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6908.

Teresa Brown
Corporate Specialist

Letter Number: 397A00040944