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TRANSMITTAL LETTER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 26 PM 3:49

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: DISSOLVE COMPANY

Enclosed is an original and one (1) copy of the amendment to the articles of incorporation and our check for \$ 35.00.

FROM: O.J. DIAZ
Name (printed or typed)
7951 S.W. 40TH STREET, SUITE 206
Address
MIAMI, FL 33155
City, State & Zip
(305) 261-6251
Telephone Number

700002412187--6
-01/26/98-01125-008
*****35.00 *****35.00

Diss.
01-28-98
CC

AMENDMENT TO THE ARTICLES OF
INCORPORATION
OF
TROPICAL PRODUCTS GROUP CORP.

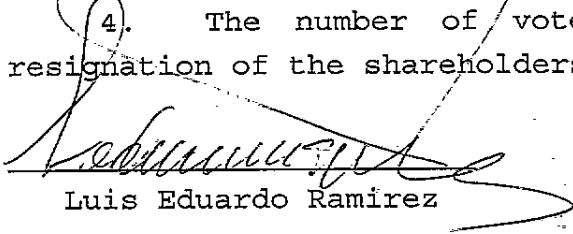
'BEFORE ME, the undersigned authority, this day personally appeared Luis Eduardo Ramirez, first by me being duly sworn deposes and says:

1. That affiants are the President/Director, Secretary/Director and sole stockholders of Luis Eduardo Ramirez who on the date set forth dissolved the company.

2. That the adoption of dissolution was approved by the shareholders.

3. The date of the dissolution of the company shall be effective on the date filed in the Office of the Secretary of State, Division of Corporations, State of Florida. This is adopted the 22th day of January 1998.

4. The number of votes cast for the dissolution and resignation of the shareholders was sufficient for approval.


Luis Eduardo Ramirez

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