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BASIC AMENDMENT

S.P. AMERICAS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$43.75

Amendment

12/27/02

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AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
S.P. AMERICAS, INC.

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act (the "Act"), the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The following amendment to the Articles of Incorporation was adopted by written consent action of the sole Shareholder of the Corporation, as of December 16, 2002 in the manner prescribed by Section 607.0704 of the Act.
2. Article V of the Corporation's Articles of Incorporation shall be amended and restated in its entirety to read as follows:

ARTICLE V. Capital Stock

The Corporation shall have authority to issue a total of 1,951,000 (one million nine hundred and fifty one thousand) shares of common stock, par value \$1.00 per share.

3. Except as hereby amended, the Articles of Incorporation of the Corporation shall remain unchanged.
4. These Articles of Amendment to Articles of Incorporation of the Corporation shall be effective as of the date stated below.

IN WITNESS WHEREOF, the undersigned being the President of the Corporation, has executed these Articles of Amendment to Articles of Incorporation of S.P. Americas, Inc. as of December 16, 2002.

S.P. AMERICAS, INC.
a Florida corporation

BY:


Fernando E. Cuervo, President

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