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April 10, 1997

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-04/21/97--01079--002  
\*\*\*\*\*50.00 \*\*\*\*\*50.00

Secretary of State  
Corporate Division  
The Capitol  
Tallahassee, FL 32304

Re: Rafael Fuentes & Associates, Inc.

Gentlemen:

Attached please find the original Articles of Amendment of Rafael Fuentes & Associates, Inc.

Also you will find a check for \$50.00 to cover your fee for such Amendments. Please send me your acknowledgment and confirmation in the Self Addressed Stamped Envelope provided for your convenience.

Thank you in advance for your prompt reply.

Very truly yours,

GONZALO PEREZ, JR., P.A.

By:

Gonzalo Perez, Jr., Esq.

GP:jh  
Encls.

Amend

Amarielly Perez gave  
Authorization to delete  
"initially" and "initial"  
in the document.  
5/12 VB

VS MAY 14 1997

FILED  
97 MAY 12 PM 2:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT  
OF  
RAFAEL FUENTES & ASSOCIATES, INC.

1. Article VIII of the Articles of Incorporation of **RAFAEL FUENTES & ASSOCIATES, INC.** a Florida corporation, is hereby amended to remove MAYRA FUENTES as director and to read as follows:

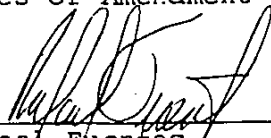
**ARTICLE VIII - INITIAL BOARD OF DIRECTORS**

This corporation shall have at least one director ~~initially~~ with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall by a majority vote determine that the corporation be managed by the shareholders. The name and address of the ~~initial~~ director(s) of this corporation is:

RAFAEL FUENTES 14629 SW 104 Street  
Suite 206  
Miami, FL 33186

2. The foregoing amendment was adopted by the shareholders of this corporation on the 10 day of April, 1997.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 10 day of April, 1997.

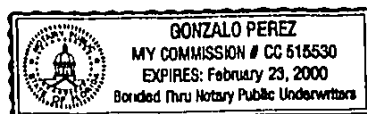
  
Rafael Fuentes  
President and secretary

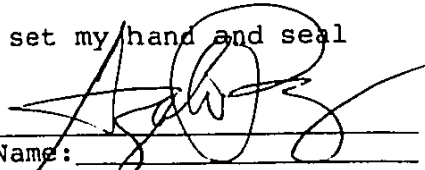
STATE OF FLORIDA:

COUNTY OF DADE :

BEFORE ME, the undersigned authority, personally appeared Rafael Fuentes, President and Secretary of RAFAEL FUENTES & ASSOCIATES, INC., who produced as identification (type of identification) FL DRIVERS License and who executed the foregoing Articles of Amendment and he acknowledged before me that he executed those Articles of Amendment for the purpose therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 10 day of April, 1997.



  
Name: \_\_\_\_\_  
NOTARY PUBLIC

My Commission Expires: