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5/15/97

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DIVISION OF CORPORATIONS TO:

FAX #: (904)922-4000

FROM: FAS-T CORP. AGENTS, INC.

ACCT#: 071001002335

CONTACT: LIDIA FERNANDEZ

FAX #: (305)716-0346

PHONE: (305)599-0839

NAME: S. H. MILANO, INC. AUDIT NUMBER..... H97000008056

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ALLAHASSEE, TLURIDA

TO SEE

H97000008056

ARTICLES OF AMENDMENT TO: ARTICLES OF INCORPORATION OF

S. H. MILANO, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) shopted: (indicate article number(s) being amended added or deleted)

ARTICLE: V

ADD: MICHELLE OSZUST AS VICE-PRESIDENT /TREASURER 6551 INDIAN CREEK DRIVE MIAMI, BEACH, FLA. 33141.

THE FOREGOING RESOLUTION WAS ADOPTED BY THE SHAREHOLDERS AT A SPECIAL MEETING HELD ON MAY 13th, 1997.

PILEU

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SECRETARY SECRETARY AND SECRETARY SECRE

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

Prepared by: Pedro Erigoyen 2740 N.W. 27th Ave. Miami, Fl 33142 (305) 633-6007

THIRD:	The date of each amendment's adoption: MAY 13th, 1997
FOURTH: Adoption of Amendment(s) (CHECK ONE)	
C	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
(The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	The number of votes cast for the amendment(s) was/were sufficient for approval by voting group
(The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
1	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this day 13th of MAY , 19 97
Signatu	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	MICHELLE OSZUST
	Typed or printed name
	VICE-PRESIDENT
	Title