7/01/97

# (L(H9700010825 0)))

DIVISION OF CORPORATIONS :01

FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

MAME: SAINT JORGE, INC

AUDIT NUMBER...... H97000010826

DOC TYPE..... BASIC AMENDMENT

CERT. OF STATUS...0
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PAGES.....

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# 497000010826

# ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF SAINT JORGE, INC

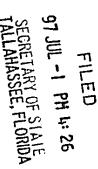
PURSUANT TO THE PROVISIONS OF SELECTION 607.1006. I'LORIDA STATUTES, THE UNDERSIGNED CORPORATION ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.

#### FIRST

#### AMENDMENT ADOPTED:

(5)

- I THE PRESIDENT WILL BE: JORGE LUIZ C. ESTEVES
- 2 THE NEW SECRETARY WILL BE: MONICA CAIRES DOS SANTOS



#### SECOND

IF AN AMENDMENT PROVIDES FOR AN EXCHANGE, RECLASSIFICATION OR CANCELATION OF ISSUED SHARES, PROVISIONS FOR IMPLEMENTING THE AMENDMENT IT SELF, ARE AS FOLLOW:

#### THIRD

THE DATE OF EACH AMENDMENT'S ADOPTION:, JUNE 30 1997

PREPARED BY THE LAW OFFICES OF ALAN & GLUECK ALAN S.GLUECK # 2242TR 141 NORTHEAST 3<sup>10</sup> AVENUE 9<sup>70</sup> FLOOR MIAMI,FL 33132-2221 FHONE(805) 373-4211

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#### **FORTH**

### ADOPTIONS AMENDMENTS:

X\_THE AMENDMENT(S) WAS/WERE ADOPTED BY THE INCORPORATORS OR BOARD OF DIRECTORS WITHOUT SHAREHOLDER ACTION AND SHAREHOLDER ACTION WAS NOT REQUIRED.

-- THE AMENDMENT(S) WAS /WERE APPROVED BY THE SHAREHOLDERS, THE NUMBER OF VOTES CAST FOR THE AMENDMENT(S) WAS/WERE SUFFICIENT FOR THE APPROVAL.

— THE AMENDMENT(S) WAS / WERE APPROVED BY THE SHAREHOLDERS THROUGH VOTTING GROUPS.

(THE FOLLOWING STATEMENT MUST BE SEPARATELY APPROVED FOR EACH VOTING ENTITLED TO VOTE SEPARATELY ON THE AMENDMENT(S).)

THE NUMBER OF VOTES CAST FOR THE AMENDMENT(S) WAS / WERL' SUFFICIENT FOR APPROVAL BY (Voting group)

SIGNED THIS JUNE 30 1997

(INCORPORATOR - PRESIDENT

Typed or printed name: JORGE LUIZ C. ESTEVES

Tile:PRESIDENT

PREPARID BY THE LAW OFFICES ALAN SAHARCK ALAN SALUPCK # 224278 141 NORTHIBASTS\*\*\* AVENUE Y\*\*\* PLATOR MIAMI, PL. 33132-2221 PROPARISOS) 3313-4211

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