Miami, April 2nd, 2001.

FLORIDA DEPARTMENT OF STATE

Division of Corporations PO Box 6327 Tallahassee, FL 32314

ARTICLES OF AMENDNENT TO ARTICLES OF Ref: INCORPORATION FO PREM INTERNATIONAL, INC

Dear Sirs,

Please find attached the Articles of Amendment to Articles of Incorporation of this corporation, and a check in the amount of \$43.75 to cover the fees for filing the amendment and for a Certified Copy.

Should you have any doubt or require further information, please do not hesitate contacting Mr. Marcelo Baro at the above mentioned telephone number and/or return address.

Yours truly,

President

Note: Marielo Baro gave authorization toadd date & adoption also wants It filed for July 2.

P97000047022 65-0765687

Amend.



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

June 15, 2001

RAUL YANEZ PREM INTERNATIONAL, INC. 8412 N.W. 70TH ST. MIAMI, FL 33166

SUBJECT: PREM INTERNATIONAL, INC. Ref. Number: P97000047022

We have received your document for PREM INTERNATIONAL, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date of adoption of each amendment must be included in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6050.

Velma Shepard Corporate Specialist

Letter Number: 001A00036683

Rec'd 7/5



PREM INTERNATIONAL ...

8412 N.W. 70th. Street • Miami, FL 33166 Tel.: 305-594-2725 • Fax: 305-594-2102 FMC # 4485 - IATA # 01-18882/0010

Miami, July 2nd, 2001.

FLORIDA DEPARTMENT OF STATE

Division of Corporations PO Box 6327 Tallahassee, FL 32314 Atn. Velma Shepard

Ref: <u>LETTER NUMBER 001A00036683</u>

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION FO PREM INTERNATIONAL, INC EIN 65-0765687 – REF # P97000047022

Dear Sirs,

Further to your letter of reference, please find attached the Articles of Amendment to Articles of Incorporation of this corporation. A check in the amount of \$43.75 to cover the fees for filing the amendment and for a Certified Copy was already received by you.

Should you have any doubt or require further information, please do not hesitate contacting Mr. Marcelo Baro at the above mentioned telephone number and/or return address.

Yours truly,

Raui YANE President



PREM INTERNATIONAL

8412 N.W. 70th. Street • Miami, FL 33166 Tel.: 305-594-2725 • Fax: 305-594-2102 FMC # 4485 - IATA # 01-18882/0010



ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

PREM INTERNATIONAL, INC

Pursuant the provisions of section 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following articles of amendment of incorporation effective July 2nd, 2001:

FIRST: Amendments adopted

ARTICLE VI:

The number of Directors constituting the Board of Directors of the corporation is 4 (four). This number can be increased or decreased form time to time by the Bylaws but shall never be less than 1 (one).

ARTICLE IX:

The names, addresses of the shareholders, as well as the number of shares of stock they hold are as follows:

<u>Name</u>	Address	Shares	Cash Value
TACE SRL	Rivadavia 969, 2	260	\$ 260.00
	Buenos Aires Argentina		
Raúl YAÑEZ	Rivadavia 969, 2 Buenos Aires	120	\$ 120.00
	Argentina		
Norma LECINA	Rivadavia 969, 2	40	\$ 40.00
	Buenos Aires Argentina		
Luciana KELLY	Rivadavia 969, 2	40	\$ 40.00
	Buenos Aires Argentina		
Magdalena KELLY	•	40	\$ 40.00
	Buenos Aires		
	Argentina		cont.on p.2



-PREM INTERNATIONAL

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ARTICLE VII:

The names of the members of the Board of Directors, as well as the position they hold are as follows:

President:

Raúl YAÑEZ

Vice-President:

Luciana KELLY

Secretary:

Magdalena KELLY

Treasurer:

Norma LECINA

SECOND: The amendments were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval. The date of adoption was July 2, 2001.

Signed and sealed this 2nd day of July, 2001.

Raul YANEZ President

PREM INTERNATIONAL, INC. 8412 N.W. 70 Street Miami, Florida 33166