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July 21, 2000

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Secretary of State
Division of Corporations
P.O. 6327
Tallahassee, FL 32314

Re: Latin American Concessions, Inc.

Dear Sirs:

Enclosed is the original and one copy of the Articles of Amendment of the Articles of Incorporation for the above referenced corporation, along with a check in the amount of Thirty-Five Dollars (\$35.00), for the applicable filing fee.

Please return the enclosed copy of the Amendment, with the filing date reflected thereon, in the enclosed self addressed stamped envelope.

Thank you for your prompt attention to this matter.

Yours truly,

Carole E. Ross

Carole E. Ross
Assistant to Thomas J. Korge

*Amend
7-28-00
PJS*

FILED
00 JUL 24 AM 9:32
TALLAHASSEE, FLORIDA
DIVISION OF STATE

/cer
Enclosure

Prepared by:
Thomas J. Korge, Esq.
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FILED
00 JUL 24 AM 9:32
CLERK OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
LATIN AMERICAN CONCESSIONS, INC.**

**ARTICLE I
NAME**

The name of the corporation is LATIN AMERICAN CONCESSIONS, INC.

**ARTICLE II
INCREASE OF CAPITAL STOCK**

Article V, Capital Stock, of the Articles of Incorporation of the corporation is hereby amended to read as follows:

**“ARTICLE V
“CAPITAL STOCK**

“The corporation is authorized to issue fifteen thousand (15,000) common shares, having a par value of one cent (\$0.01) each. Upon receipt of each duly endorsed share certificate for the one thousand (1,000) common shares issued and outstanding prior to the adoption of this Article V, Capital Stock, as amended, the corporation shall cause to have issued to the shareholder of record of each such share nine and one-half (9-1/2) common shares of the corporation in exchange for each share so exchanged, for a total of nine thousand five (9,500) common shares of the corporation to be issued in exchange for all one thousand (1,000) common shares issued and outstanding prior to the adoption of this Article V, Capital Stock, as amended.”

The above amendment shall be implemented by the corporation in accordance with its bylaws.

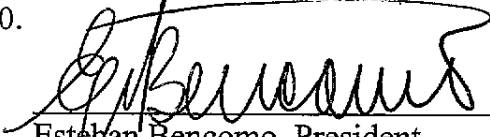
ARTICLE III
BOARD OF DIRECTORS AND SHAREHOLDER APPROVAL

These Articles of Amendment were approved by both the board of directors and the shareholders of the corporation as of January 1, 2000. The number of votes cast for the amendment by the board of directors and the shareholders of the corporation was sufficient for such approval.

ARTICLE IV
DATE OF AMENDMENT

These Articles of Amendment have been adopted effective as of January 1, 2000.

IN WITNESS WHEREOF, the undersigned officer has executed these Articles of Amendment, this 13th day of July, 2000.



Esteban Bencomo, President