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ATTORNEY AT LAW

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May 19, 1999

Secretary of State Amendment Section P.O. Box 6327 Tallahassee, FL 32314

Re: <u>Giacomo Enterprises</u> <u>Inc.</u>

Dear Sir/Madam:

Enclosed please find my office check no. <u>5691</u> in the amount of \$35.00 for filing of the Articles of Amendment to Articles of Incorporation for the above referenced corporation.

If you have any questions, please contact me at my office.

Thank you,

Corey E. Hoffman

Attorney at Law

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Enclosures

Amend LFT 6-4-99

ARTICLES OF -AMENDMENT

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ARTICLES OF INCORPORATION

OF

GIACOMO ENTERPRISES INC.

FILED 99 MAY 24 AM 8: 05

SECRETARY OF STATE TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Corporation adopts the following Articles of Amendment to its Articles of Incorporation as follows:

FIRST: AMENDMENT(S) ADOPTED:

ARTICLE VIII: Gerard Bercouchi is resigning as Director

and Vice President.

Jacques Ardisson is elected as the Vice

President.

SECOND: The date of each amendment's adoption: 5/19/99

THIRD: ADOPTION OF EACH AMENDMENT (CHECK ONE)

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.

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 19 day of May, 1999.

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Jacques Ardisson, Director/President

This document prepared by:

Corey E. Hoffman, Esq. 3250 Mary Street Suite 400 Coconut Grove, FL 33133