

Division of Corporations

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Florida Department of State

Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 922-4000

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

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DIVISION OF CORPORATIONS

BASIC AMENDMENT

COPACABANA FOOD & BEVERAGE, CORP.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$35.00

Attachment

D. CONNELL APR 05 2000

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
COPACABANA FOOD & BEVERAGE, CORP.**

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

FIRST: Amendment adopted: Exchange
Article VII
Article XIV

Article VII	BOARD OF DIRECTORS	
	NAME	ADDRESS
	Christian Bendz Wolthers	500 S.W. 75 th Terr
	President	Plantation, FL 33317
	Rasmus E. Wolthers	500 S.W. 75 th Terr
	Vice President	Plantation, FL 33317
	Marco Antonio Figuiereado	500 S.W. 75 th Terr
	Director	Plantation, FL 33317
	Raul Enrique de Castro Rocha	500 S.W. 75 th Terr
	Director	Plantation, FL 33317
	Luiz Carlos Villares	500 S.W. 75 th Terr
	Director	Plantation, FL 33317

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TALLAHASSEE, FLORIDA

PREPARED BY:
ERNESTO HUERTAS, ACCOUNTANT
E & V GREAT PROFESSIONAL, INC
5545 S.W. 8 ST Ste 107
MIAMI, FL 33134
TEL: (305) 265-1566

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Article XIV SUBSCRIBERS

This name and street addresses and the number or shares of stock subscribe to by each person signing these Articles of Corporation are:

NAME	ADDRESS	SHARES
Christian Bendz Wolthers	500 S.W. 75 th Terr Plantation, FL 33317	36%
Rasmus E. Wolthers	500 S.W. 75 th Terr Plantation, FL 33317	15%
Marco Antonio Figueiredo	500 S.W. 75 th Terr Plantation, FL 33317	21%
Raul Henrique de Castro Rocha	500 S.W. 75 th Terr Plantation, FL 33317	18%
Luiz Carlos Villares	500 S.W. 75 th Terr Plantation, FL 33317	10%

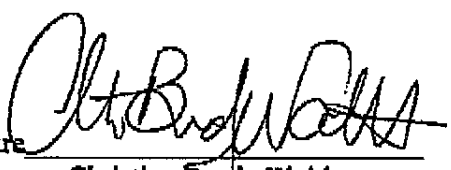
The date of each amendment's adoption March 22, 2000

Adoption of Amendment

- () The amendment was/were approved by the shareholders. The number of votes cast for the amendment was/were sufficient for approval.
- () The amendment 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:
"The number of votes cast for the amendment was/were sufficient for approval by .
- () The amendment was/ were adopted by the board of directors without shareholder action and shareholder action was not required.
- (x) The amendment was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 22 day of March, 2000.

Signature


Christian Bendz Wolthers
President-Incorporator

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