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LOCAL REPRESENTATIVE TALLAHASSEE	SEE SEE ,
	OFFICE USE ONLY
CORPORATION NAME(S) & DOCUMENT NUM	IBER(S) (if known):
1. CARIBEAN TEXTILE /	MANAGEMENT, INC.
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(Corporation Name)	(Document #)
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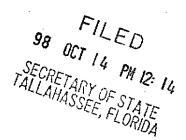
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ARTICLES OF AMENDMENT

OF

ARTICLES OF INCORPORATION

OF



CARIBBEAN	TEXTILE	MANAGEMENT,	INC.
	•••		

(present name)

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(s) adopted: (indicate article number(s) being amended, added or deleted)

Article VIII _____directors and officers is amended to name Susana Skrande President/Secretary and Sole Director. Her address is 8065 Los Pinos Circle, Coral Gables, Florida 33143-6418.

The resignation of former President/Secretary Domingo Gorriz is accepted changes to take effect after the signature of the amendment.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

IIII	RD:	The date of each amendment's adoption: October 7, 1998			
		Adoption of Amendment(s) (check one)			
	The a	mendment(s) was/were approved by the shareholders. The number of vo or the amendment(s) was/were sufficient for approval.	tes		
		mendment(s) was/were approved by the shareholders through voting grou	ps.		
		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	οr		
		(voting group)			
	The a	mendment(s) was/were adopted by the board of directors without holder action and shareholder action was not required.			
	The a	amendment(s) was/were adopted by the incorporators without shareholds and shareholder action was not required.	er		
	Sig	gned this 7 day of October , 1998 .			
		Signature Domingo Gorriz (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders) OR (By a director if adopted by the directors) OR (By an incorporator if adopted by the incorporators) Typed or printed name			
	199				