

P98000019013

Y & A PROFESSIONAL SERVICE, INC.
12360 S.W 132 CT #210
MIAMI, FLORIDA 33186

Miami, Sept. 18, 2001

SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314

100004608571--7
-09/24/01--01109--005
*****35.00 *****35.00

Gentlemen:

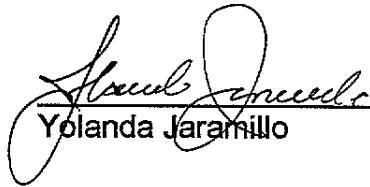
Enclosed please find a check in the amount of \$ 35.00 dollars and the copy of
the amendment of Articles of Incorporation of:

ENGINEERING PROJECT USA, CORP.

If you have any questions regarding this matter, please do not hesitate to
contact us.

Please send the amendment to the above mentioned address.

Sincerely yours,


Yolanda Jaramillo

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01 SEP 24 AM 10:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ac 9/27
amend

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
ENGINEERING PROJECT USA, CORP.

All the stockholders of ENGINEERING PROJECT USA, CORP., a Florida Corporation under its corporate seal and the hand of its President, HENRY LOSADA, hereby certify as follows:

CLAUSE I

That all the Shareholders of ENGINEERING PROJECT USA, CORP. in response to a call and notice of meeting, held on SEPT. 18, 2001, located at 12350 S.W. 132 CT. SUITE # 201, MIAMI, FL. 33186, the place of the principal office and the Registered office, at which meeting all the shareholders were present, that a resolution was unanimously approved and adapted amending Articles V and VI of the Articles of Incorporation to read as follows:

FIRST:

ARTICLE V
NEW BOARD OF DIRECTORS AND OFFICES

The new Board of Directors will read as follows:

Name	Address:	Title
HENRY LOSADA	1749 Winter Barre Lane Weston, FL.	PRESIDENT
ELISEO A. LESASSIER	7707 Camino Real # B111 Miami, FL. 33143	VICE-PRESIDENT
CARMENZA ARCILA MONTOYA	1749 Winter Barre Lane Weston, FL.	SECRETARY

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TALLAHASSEE, FLORIDA

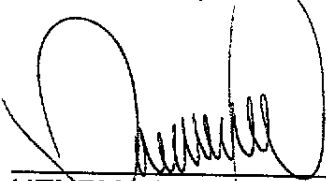
SECOND:

ARTICLE VI
SUBSCRIBERS

Name	Title	Shares
HENRY LOSADA	PRESIDENT	-50%-
ELISEO A. LESASSIER	VICE-PRESIDENT	- 0-
CARMENZA ARCILA MONTOYA	SECRETARY	- 50%-

IN WITNESS WHEREOF. The Corporation has caused this amendment to the Articles of Incorporation to be executed for it, and its name for its President, and attested by its Secretary both of whom have the full power and instructions and authority to do as, and its Corporate seal to be here unto affixed, on this day SEPTEMBER 18, 2001, at Miami, Florida

ENGINEERING PROJECT USA, CORP.
A Florida Corporation



HENRY LOSADA
PRESIDENT