

P98000044433

EDEA & ASSOCIATES SERVICES GROUP, INC.

A TAX CONSULTING FIRM

4445 WEST 16TH AVENUE, SUITE 502

HIALEAH, FL 33012

TEL. 305-820-1040 * 305-823-3455 * FAX 305-828-7691

JUNE 1, 2000

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATION
TALLAHASSEE, FL 32314

TO WHOM IT MAY CONCERN:

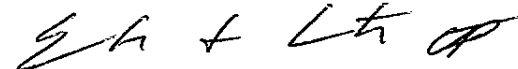
ENCLOSED YOU WILL FIND THE ORIGINAL ARTICLE OF AMENDMENT TO ARTICLE OF INCORPORATION OF CHROMACOM, INC., DOCUMENT NUMBER P98000044433 AND A CHECK FOR \$87.50, TO COVER THE FILING FEE OF \$35.00 AND A CERTIFIED COPY OF THE AMENDMENTS OF \$52.50.

IF YOU HAVE ANY QUESTION, PLEASE FEEL FREE TO CONTACTED ME AT THE ABOVE ADDRESS.

PLEASE RETURN ALL CORRESPONDENCE TO EDEA & ASSOCIATES AT 4445 WEST 16TH AVENUE, SUITE 502, HIALEAH, FL 33012.

THANK YOU FOR YOUR COOPERATION.

SINCERELY,



EMILIO DE ACOSTA, C.T.P.

EDEA/OG

ENC.

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*****87.50 *****43.75

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ac 7/3
Amend

**ARTICLES OF AMENDMENT
TO
ARTICLE OF INCORPORATION
OF
CHROMACOM, INC.**

PURSUANT TO THE PROVISIONS OF SECTION 607.1006, FLORIDA STATUTES,
THIS FLORIDA PROFIT CORPORATION ADOPTS THE FOLLOWING ARTICLES
OF AMENDMENT TO ITS ARTICLES OF INCORPORATION:

FIRST: AMENDMENT ADOPTED THE FOLLOWING CHANGES:

ARTICLE II: ADDRESS

THE NEW PRINCIPAL OFFICE AND MAILING
ADDRESS SHALL BE:

1570 MADRUGA AVENUE
SUITE 404
CORAL GABLES, FL 33146

ARTICLE IV: STOCK

THE CORPORATION IS AUTHORIZED TO ISSUE TEN
THOUSAND (10,000) SHARES OF COMMON STOCK,
PAR VALUE OF \$1,000.00 PER SHARE.

ARTICLE V: REGISTERED AGENT AND OFFICE

THE NAME OF THE REGISTERED AGENT AND THE
ADDRESS OF THE REGISTERED OFFICE OF THE
CORPORATION IS:

LUIS PEREZ
1570 MADRUGA AVENUE
SUITE 404
CORAL GABLES, FL 33146

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TALLAHASSEE, FLORIDA

ARTICLE IX: OFFICERS

THE NAME AND ADDRESS OF THE OFFICERS OF
THE CORPORATION ARE:

LUIS PEREZ: PRESIDENT
1570 MADRUGA AVENUE
SUITE 404
CORAL GABLES, FL 33146

AND

JOSE RIVERA: SECRETARY AND TREASURER
1570 MADRUGA AVENUE
SUITE 404
CORAL GABLES, FL 33146

SECOND: THE DATE OF AMENDMENTS ADOPTION TAKES EFFECT:
APRIL 15, 2001

THIRD: ADOPTION OF AMENDMENTS:

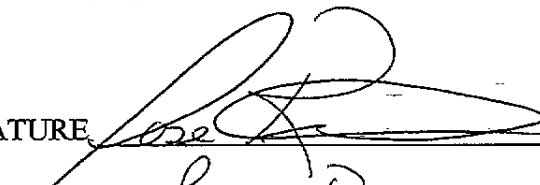
THE AMENDMENTS WERE APPROVED BY THE
SHAREHOLDERS. THE NUMBER OF VOTES CAST FOR THE
AMENDMENTS WERE SUFFICIENT FOR APPROVAL.

SIGNED THIS 1ST DAY OF JUNE 2001.

SIGNATURE

PRINT NAME

TITLE


Jose Rivera
Secretary & Treasurer

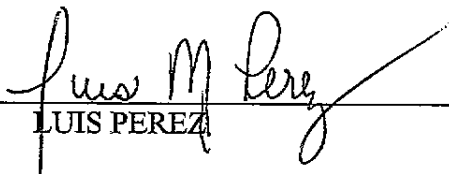
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ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

THE UNDERSIGNED HEREBY ACCEPTS THE APPOINTMENT AS
REGISTERED AGENT CONTAINED IN THE FOREGOING ARTICLE OF
INCORPORATION.

BY: 
LUIS PEREZ