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Florida Department of State
Division of Corporations
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DIVISION OF CORPORATIONS

BASIC AMENDMENT
PROING INTERNATIONAL, INC

Certificate of Status	1
Certified Copy	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PROING INTERNATIONAL, 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)*

Change name of corporation:

New Name: F.J.Y. Investment Group, Inc.

Delete registered agent:

New registered agent: Francisco J. Yugueros

Change address for all articles including registered agent:

New Address: 1911 Madeira Drive, Weston, FL 33327

Delete all current officers:

New Officers:

Francisco J. Yugueros / President

Florencio Yugueros / Vice-president

Alonso Yugueros / Secretary

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:

THIRD: The date of each amendment's adoption: 03-11-2002

FOURTH: Adoption of Amendment(s) (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 11 day of March, 192002

Signature


(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)

Alonso Yugueros

Typed or printed name

President

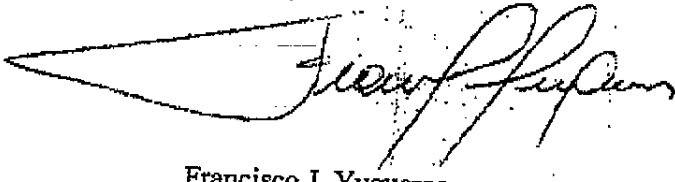
Title

March 11, 2002

To Whom It May Concern:

I, Francisco Javier Yugueros, hereby am familiar with and accept the duties and responsibilities as registered agent for the corporation PROING INTERNATIONAL, INC. that in this amendment attached will change its name to F.J.Y. INVESTMENT GROUP, INC. My address is 1911 Madeira Drive, Weston, FL 33327.

Sincerely,

A handwritten signature in black ink, appearing to read "Francisco J. Yugueros", written over a large, faint, stylized graphic element that resembles a wide, pointed arrow or a stylized letter 'F'.

Francisco J. Yugueros