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ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: A & A GROUP, INC.

AUDIT NUMBER..... H98000014808
DOC TYPE......BASIC AMENDMENT

CERT. OF STATUS...0

PAGES..... 2

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

August 11, 1998

A & A GROUP, INC. 2664 WEST 79TH STREET HIALEAH, FL 33015

SUBJECT: A & A GROUP, INC.

REF: P98000047866

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

AN AMENDMENT WHICH IS ADOPTED BY THE BOARD OF DIRECTORS MUST BE SIGNED BY A DIRECTOR. PLEASE ADD THIS TITLE TO THE SIGNORS' CAPACITY.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6880.

Karen Gibson Corporate Specialist

FAX Aud. #: H98000014808 Letter Number: 498A00041619

ARTICLES OF AMENDMENT ARTICLES OF INCORPORATION OF A&AGROUP, INC.

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

FIRST: Amendment Adopted

The principal office and mailing address of this corporation is:

8045 NW 36 Street Ste. 525 Miami, Florida 33166

SECOND: The number of board members is increased to two. The new board members are:

Alejandro Gonzalez - President and Treasurer

Andres Bellorin - Vice-president and Secretary

THIRD: The date of adoption of the amendment was August 5, 1998.

FOURTH: Adoption of amendment

The amendment was adopted by the board of directors without shareholder action and shareholder action was not required.

Dated: August 5, 1998

A & A GROUP, INC.

By:

Director

(305) 599-4111

8025 NW 36 ST.

Suite 302

Miami, FL 33166