

P98000075563

LAW OFFICES
BERNSTEIN & BERGER, P.A.
SUITE 2608 NEW WORLD TOWER
100 NORTH BISCAYNE BOULEVARD
MIAMI, FLORIDA 33132

JEFFREY A. BERNSTEIN
DAVID S. BERGER

November 13, 1998

TELEPHONE (305) 371-4555
FAX (305) 374-1789

FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 East Gaines St.
Tallahassee, FL 32399

900002688589--8
-11/16/98-01120--005
*****35.00 *****35.00

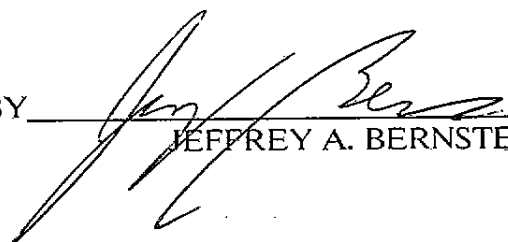
Dear Sir/Madam:

Enclosed you will please find the original and one copy of the Articles of Amendment of Picolo Mondo, Inc. and my check in the amount of \$35. Please file the articles and provide a conformed copy to this office using the attached return self-addressed FEDEX air waybill.

Very truly yours,

LAW OFFICES OF BERNSTEIN & BERGER

BY


JEFFREY A. BERNSTEIN, ESQ.

FILED
98 NOV 16 PM 12:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N.C.
11-18-98
CC

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PICCOLO MONDO, INC.

AMENDED ARTICLE I

FILED
98 NOV 16 PM 12:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HENCEFORTH, the corporation shall be known by the following name: **PICCOLO MONDO, INC.**

The amendment to the articles of incorporation of PICCOLO MONDO, INC., a Florida corporation, was adopted by the Board of Directors of the corporation by unanimous vote and thereafter proposed and adopted by unanimous vote by the shareholders entitled to vote on November 11, 1998 at a special meeting of the corporation, after notice, pursuant to Florida Statutes §607.

This amendment conforms to Florida Statutes §607.1001 and §607.1003(6).

DATED at Miami, Dade County, Florida this 11th day of November, 1998.



President

ATTEST:



Secretary

CORPORATE SEAL

STATE OF FLORIDA:
COUNTY OF MIAMI-DADE:

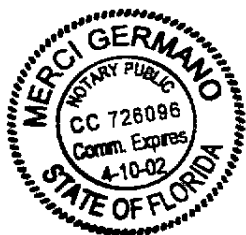
BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgements, personally appeared Jacques Horn, the President and Secretary of PICOLO MONDO, INC., a Florida corporation, who, after being cautioned and sworn, under oath, deposes and states:

1. The above and foregoing is a true and correct copy of the corporate amendment therein stated.
2. The effective date of such corporate amendment is November 11, 1998.
3. The number of votes cast for the amendment by the shareholders was sufficient for approval.

There is only one class of stock.


JACQUES HORN

SWORN to and SUBSCRIBED before me this 10th day of November, 1998 by Jacques Horn, who is personally known to me or who produced _____ as identification and who did take an oath.



SEAL


NOTARY PUBLIC, STATE OF FLORIDA