P98000102345

Department of State Division of Corporations PO Box 6327 Tallahassee, FL 32314

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SUBJECT: Maceri Incorporated.

Enclosed is an original and one (1) copy of:

__X_ Articles of Amendment to Articles of Incorporation and a check for \$35.00 Filing Fee

Statement of Change of Registered Office/Agent for Corporations and a check for \$35.00 Filing Fee

FROM:

V. Balletto & Associates, Inc.

3956 Town Center Blvd., Suite 165

Orlando, FL 32837

(407) 248-9877

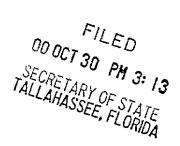
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SECRETARY OF STATE
TALLAHASSEE FISIALE

Amend

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



MACERI INCORPORATED

(present name)

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(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE 3 - PRINCIPAL OFFICE A

Amend to:

The address of the principal office of this Corporation is 12108 Dyson Court, Orlando, FL 32821 and the mailing address is PO Box 691301, Orlando, FL 32869-1301.

ARTICLE 5 - OFFICERS

Amend to:

President:

Pasqualina Maceri

Vice President:

Charles Maceri

Secretary:

Charles Maceri

Treasurer:

Pasqualina Maceri

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:

October 26, 2000 THIRD: The date of each amendment's adoption: 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 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 26 day of October, 2000. (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)

Pasqualina Maceri

Typed or printed name

President, Treasurer, Director

Title