

ISAAC A. VELAZQUEZ & ASSOCIATES, P.A.

2100 Ponce De Leon Boulevard, Suite 1170

Coral Gables, Florida 33134

Telephone: (305) 446-3499

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July 19, 1999

DIVISION OF CORPORATIONS

P.O. BOX 6327

Tallahassee, FL 32314

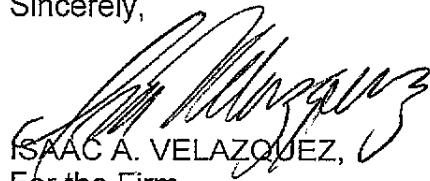
RE: Corporation Document Number P99000009846

Dear Sir or Madam,

Enclosed please find the Articles of Amendment of D & G INTERNATIONAL GROUP, INC., together with a check for \$ 35.00 for the Filing Fee.

Thank you for your prompt attention and assistance in this matter.

Sincerely,


ISAAC A. VELAZQUEZ,
For the Firm

Encl.

FILED
99 JUL 22 PM 4:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
D & G INTERNATIONAL GROUP, INC.**

1. The following provisions of the Articles of Incorporation of D & G INTERNATIONAL GROUP, INC., a Florida corporation, filed in Tallahassee, on February 1, 1999, under document number P99000009846, be and hereby are amended in the following particulars:

A. Article IX be and it hereby is amended to read as follows:

ARTICLE IX - STOCKHOLDERS AND DIRECTORS

The names and addresses of the current Stockholders and Directors of this Corporation are:

<u>NAME:</u>	<u>ADDRESS:</u>
RAMON F. OBREGON, Director	1000 East 15 th Street Hialeah, FL 33010
JOSE A. DELGADO, Director	16272 N.W. 15 Street Pembroke Pines, FL 33028

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TALLAHASSEE, FLORIDA

B. Article X be and it hereby is amended to read as follows:

ARTICLE X - REGISTERED AGENT AND OFFICE

The street address of the registered office of this corporation is 1000 East 15th Street, Hialeah, Florida 33010 and the name of the Registered Agent of this corporation at the address is RAMON F. OBREGON.

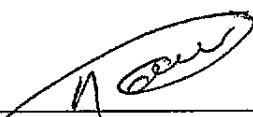
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE.
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED, AND
ACCEPTANCE OF REGISTERED AGENT

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, that D & G INTERNATIONAL GROUP, INC., a Corporation, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the city of Hialeah, County of Miami-Dade, State of Florida, has named RAMON F. OBREGON, located at 1000 East 15th Street, Hialeah, Florida 33010, as its agent to accept service of process within the State of Florida.

Second, having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of said Act relative to keeping open said office and of all statutes relative to the proper and complete discharge of his duties as provided in Section 607.325, Florida Statutes.

Dated this 19th day of July, 1999.




RAMON F. OBREGON

2. The foregoing instrument was adopted by all of the Stockholders and Directors of the corporation on the 19 day of July, 1999.

3. The number of votes cast for the Amendment by the shareholders was sufficient for approval.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 19th day of July, 1999.

D & G INTERNATIONAL GROUP, INC.



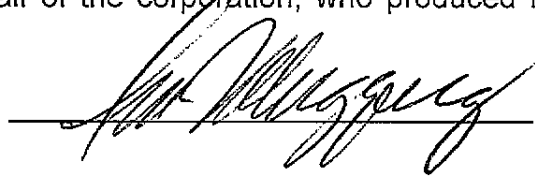
RAMON F. OBREGON
President and Secretary

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TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 19th day of July, 1999, by RAMON F. OBREGON, as President and Secretary of D & G INTERNATIONAL GROUP, INC., a Florida corporation, on behalf of the corporation, who produced his Florida Driver's License as identification.

My commission expires:



Isaac A. Velazquez
Notary Public, State of Florida



Prepared by:

Isaac A. Velazquez, Esquire
F.B.N. 0009910
ISAAC A. VELAZQUEZ
& ASSOCIATES, P.A.
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