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*Amend.*

V SHEPARD DEC 6 2002

*Accounting Offices of*  
**Antonio R. Lopez, CPA**

Ocean Bank Building  
782 NW Le Jeune Road  
Suite 434  
Miami, FL 33126  
Ph (305) 448-3323  
Fax (305) 448-3577  
taxman782@aol

November 21, 2002

Division of Corporations  
Amendments Section  
P.O. Box 6327  
Tallahassee, FL 32314

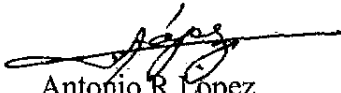
Dear Sir/Lady:

Enclosed please find the Certificate of Amendment to the articles of incorporation of **My Bluefish, Corp.** as well as a check in the amount of \$ 43.75 to cover the filing fee and the certified copy fee. Please, record the document and mail back the filed copies to my office located at:

Antonio R Lopez, CPA  
782 NW Le Jeune Rd  
Suite 434  
Miami, FL 33126

Thanking you for your time and consideration, I remain.

Sincerely yours,

  
Antonio R Lopez

encl.

CERTIFICATE OF AMENDMENT

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My Bluefish, Corp.

My Bluefish, Corp., a corporation of the State of Florida whose registered office is located at 777 NW 72nd Ave, Suite 2BB31 Miami FL 33126 certifies pursuant to the provisions of state law, that at a meeting of the stockholders of said corporation called for the purpose of amending the Articles of Incorporation, and held on Nov 19, 2002, it was resolved by the vote of the holders of an appropriate majority of the shares of each class entitled to vote, which was sufficient for approval, that Article VIII and Article XI of the Articles of Incorporation are amended to read as follows:

ARTICLE VIII - BOARD OF DIRECTORS

This corporation shall have 2 directors. The number of directors may be increased or diminished from time to time as provided for by the Bylaws. The name and addresses of the directors of this corporation are:

Maria L Pares, President  
700 Myrtlewood Lane  
Key Biscayne, FL 33149

Maria B Pares, VicePresident  
700 Myrtlewood Lane  
Key Biscayne, FL 33149

ARTICLE XI - RESTRICTIONS ON THE TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issue to the following persons in the amount set opposite their names:

Maria L Pares ..... 50 shares  
Maria B Pares..... 50 shares

Shares held by the shareholders listed above, may not be resold or otherwise transferred to others unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold, shall be further specified by written agreement among all the shareholders and this corporation.

  
President

  
Vice President

State of Florida  
County of Dade,

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, Maria L Pares & Maria B Pares to me known to be the persons described in and who executed the foregoing instrument and they acknowledged before me that they executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this Nov 19, 2002.

\_\_\_\_\_  
Notary Public  
State of Florida