

P99000012704

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BASIC AMENDMENT

TOTAL ELECTRONICS CITY, INC.

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AMEND
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 25, 2001

TOTAL ELECTRONICS CITY, INC.
6939 N.E. 3RD AVE.
MIAMI, FL 33138

SUBJECT: TOTAL ELECTRONICS CITY, INC.
REF: P99000012704

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.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Please list an address for the new registered agent.

The registered agent acceptance page reflects an incorrect corporate name.

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) 245-6906.

Darlene Connell
Corporate Specialist

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Letter Number: 201A00043223

Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

TOTAL ELECTRONICS CITY, INC.

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

FIRST: Amendment(s) adopted:

Article V is being amended to accept the change of Francisco A. Hernandez as the registered agent and to appoint Alejandro Rabelo as the new registered agent:

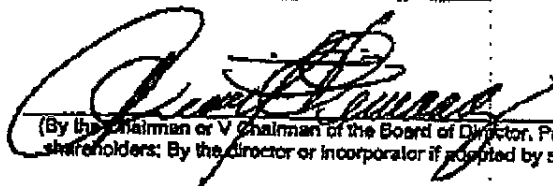
Article VI is being amended to accept the change of Francisco A. Hernandez as President and Director of the Corporation and accept the appointment of Alejandro Rabelo as the President of the Corporation.

SECOND: The date of each amendment's adoption is June 30, 2001.

THIRD: The amendment(s) were approved by the Shareholders. The number of votes cast for the amendments were sufficient for approval.

Signed this 30th day of June, 2001.

Signature



(By the Chairman or V Chairman of the Board of Directors, President or other officer if adopted by the shareholders; By the director or incorporator if adopted by such)

Name

Francisco A. Hernandez

(Print Name)

Share holder / President

(Title)

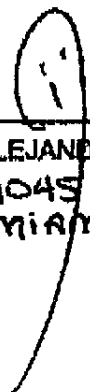
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TOTAL ELECTRONICS CITY, INC.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Having been named as Registered Agent and to accept service of process for the above stated Corporation at the place designated in the Articles of Incorporation, I hereby accept the appointment as Registered Agent and Agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.



ALEJANDRO RABELO, REGISTERED AGENT
4045 SHERIDAN AVE # 432
MIAMI BCH., FL, 33140

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