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Jorge Curian
Requester's Name

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. _____
(Corporation Name) (Document #)
- 2. _____
(Corporation Name) (Document #)
- 3. _____
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- 4. _____
(Corporation Name) (Document #)

- Walk in
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- Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

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OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

*Amend and
N/C*

V. SHEPARD JAN 14 2000

Examiner's Initials

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION OF
KARUM CORPORATION**

Pursuant to Chapter 607.1006 of the Florida Statutes, this Florida profit corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST: Amendments adopted:

ARTICLE I

The name of the corporation shall be: ORIGINAL PRODUCTS, INC. (Latin American Headquarters)

ARTICLE III

The corporation is authorized to issue two classes of stock, that being 1,000,000 shares of Class A, Voting Common Stock with \$1 par value and 1,000,000 Class B, Non-Voting Preferred Stock with \$1 par value. The transfer of these shares will be governed by the bylaws of the corporation.

ARTICLE VII

The names and titles of the officers of the corporation are as follows:

Carlos A. Pinilla
President

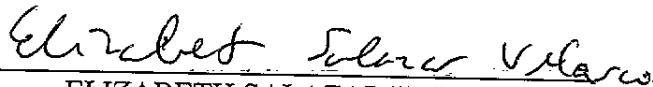
Elizabeth Salazar Velasco
Secretary

Allan Rene Figueroa
Vice President, Treasurer

SECOND: The date of each amendment's adoption is December 1, 1999.

THIRD: The amendments were adopted by the board of directors without shareholder action and shareholder action was not required.

Signed this 2nd day of December, 1999.



ELIZABETH SALAZAR VELASCO
DIRECTOR