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01/31/03--01065--005 **185.00

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03 JAN 29 PM 12:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1/30/03
Amend
38

LAW OFFICES
PARLADE & FIGUERAS
7050 SW 86TH AVENUE
MIAMI, FLORIDA 33143-2426

ALBERTO J. PARLADE, ESQ.
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TELEPHONE (305) 595-2300
FACSIMILE (305) 595-0408

January 28, 2003

Secretary of State
Division of Corporation
Caller Service #1500
Tallahassee, Florida 32302-1500

Re: Filing of Articles of Amendment to Articles of Incorporation for:
BUILD AMERICA, INC.

Dear Sir or Madam:

This office represents the above referenced Corporation.

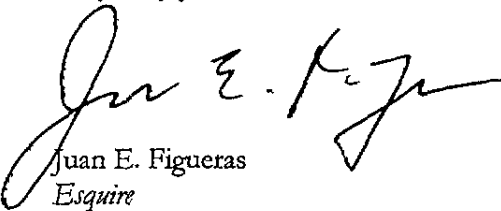
Enclosed herein please find check covering the following fees:

- Filing Articles of Amendment for Articles of Incorporation	\$ 35.00
- Filing of the 2003 Uniform Business Report	\$ 150.00
TOTAL:	<hr/> \$ 185.00

Upon filing the Articles of Incorporation, please return a Certificate reflecting the changes stamped "FILED" to the undersigned at your earliest possible convenience.

Should you have any questions and/or need any additional information do not hesitate to contact our office. Otherwise thank you for your attention in this matter.

Very truly yours,


Juan E. Figueras
Esquire

JEF/rp

ENCLOSURE
JAN 29 AM 10:25
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BUILD AMERICA, INC.

FILED
03 JAN 29 PM 12:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Pursuant to Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST:

Article EIGHT (b) of the Articles of Incorporation entitled "Capital Stock: Authorized" is hereby amended to read as follows:

"The maximum number of shares of Common Stock that this Corporation may issue is: *Three Thousand (3,000).*"

SECOND:

Article ELEVEN is hereby added to the Articles of Incorporation entitled "Current Officers and Directors":

"The following individuals are the officers and directors of this Corporation effective as of the date of this amendment:

MANUEL QUINTANA - Director & President
13200 S.W. 128 Street
Building G
Miami, Florida 33186

JOSE LUIS OLIVEROS - Director, Vice-President & Secretary
13200 S.W. 128 Street
Building G
Miami, Florida 33186

MAURICIO NIETO - Director, Vice-President & Treasurer
13200 S.W. 128 Street
Building G
Miami, Florida 33186

2. The date of adoption of this amendment was: **January 27, 2003.**
3. The amendment was adopted by duly approved shareholder action
4. These amendments will be effective upon filing.

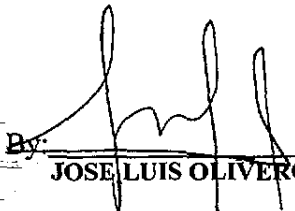
The manner of the adoption of the article of amendment and the vote by which they were adopted constitute full legal compliance with the provisions of applicable law, the corporation's articles of incorporation, and the corporation's bylaws.

I hereby verify subject to the penalties of perjury that the statements contained are true this
27th day of January, 2003.

BUILD AMERICA, INC.,
a Florida corporation

By: 

MANUEL QUINTANA, President

By: 

JOSE LUIS OLIVEROS, Vice-President and
Secretary

By: 

MAURICIO NIETO, Vice-President and Treasurer