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To:
        Division of Corporations
        Fax Number      : (850)922-4000

From:
        Account Name    : FAS-T CORP. AGENTS, INC.
        Account Number  : 071001002335
        Phone           : (305)599-0839
        Fax Number      : (305)716-0346
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DIVISION OF CORPORATIONS

BASIC AMENDMENT
COMPUTERS INC.
LUIGI'S ~~CATERING CO.~~

The coversheet contained the incorrect name of the corporation. The amendment is for LUIGI'S COMPUTERS INC.
D.M. Connell

Certificate of Status	0
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Amendment

9-29-99

DC

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
LUIGI'S COMPUTERS INC.

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

FIRST: Amendment(s) adopted: Effective September 24, 1999 Rachel Fonte of 121 S.E 1 St., Suite 600 Miami FL 33131 resigns as President of Luigi's Computers Inc., and Luigi A. Sanchez of 121 S.E 1 St., Suite #600 Miami FL 33131 is designated President and Sole Officer of Luigi's Computers Inc.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: __September 24, 1999__

FOURTH: Adoption of Amendment(s) (check one)

____ The amendment(s) was/were adopted by the incorporators or board of directors without shareholder action and the shareholder action was not required.

_X_ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

____ The amendment(s) was/were approved by the shareholders through voting groups.

[The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s).]

The number of votes cast for the amendment(s) was/were sufficient for approval
By __Unanimous Decision__
(voting group)

Signed this 27 day of __September__, 19 99.

__LUIGI'S COMPUTERS INC.__
(corporation name)

By X LUIGI A. SANCHEZ
(chairman or vice-chairman of the board of directors,
president or other officer if adopted by the share holders)
(a director of incorporator if adopted by the directors or incorporators)

__LUIGI A. SANCHEZ__
(typed or printed name)
__President__
(title)