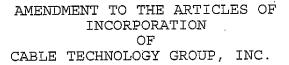
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3320 S.W. 87th AVENUE				
(Address) MIAMI, FLORIDA (305)552-5973 (City, State, Zip) (Phone #)		1	00002963 05/05/99 *****35.00	-01062009
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`BEFORE ME, the undersigned authority, this day personally appeared Jaime Rey Soto and Maria E. Ortiz de Rey who first by me being duly sworn deposes and says:

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

First: Be it amended that Article VI of the original Article of Incorporation has been changed to Jaime Rey Soto President/Treasurer/Director and Maria E. Ortiz de Rey Vice President/Secretary/Director of the company.

Second: Be it amended that the corporation officers are hereby changed and shall hereafter be known as Jaime Rey Soto - President/Treasurer/Director and Maria E. Ortiz de Rey - Vice-President/Secretary/Director.

Third: The date of the change of officers shall be effective on the date filed in the Office of the Secretary of State, Division of Corporations, State of Florida. This is adopted the 3rd day of May 1999.

Forth: The amendment was approved by the shareholders. The number of votes cast by the shareholders was sufficient for approval.

Jaime Rey Soto, Director

Maria E. Ortiz de Rey, Director