

Division of Corporations

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P99000034368

Florida Department of State
Division of Corporations
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Electronic Filing Cover Sheet

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((H99000009516 8)))

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Account Name : RICARDO MARTINEZ-CID, P.A.
Account Number : 076640001666
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BASIC AMENDMENT

PAOCOM INC.

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$43.75

AMEND
DEC
4/22

99 APR 22 PM 1:46
DIVISION OF CORPORATIONS

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H9900000 9516 8

RICARDO MARTINEZ-CID

Professional Association
Attorney at Law

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SEND TO: Florida Department of State/Division of Corporations
P. O. Box 6327, Tallahassee, Florida 32314
VIA: (850) 922-4001
SENT BY: Ricardo Martinez-Cid, Esq. DATE: April 21, 1999

Gentlemen:

The articles of amendment for PAOCOM INC. and our electronic filing cover sheet follow. Debit my account for the amount of \$43.75. Upon filing this amendment, please, provide, via facsimile, one certified copy of the Articles of Incorporation. Thank you for your cooperation.

Sincerely yours,


Ricardo Martinez-Cid

RMC/rd

cc: PAOCOM INC.
ATTENTION: Paulino Diaz-Asper
VIA: (305) 860-8933

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Prepared by: Ricardo Martinez-Cid
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**Articles of Amendment To The Articles of
Incorporation Of PAOCOM INC.**

By unanimous vote of the Board of Directors and Subscribers/
Stockholders of PAOCOM, INC., at a joint meeting held on this 21st
day of April, 1999, at 1407 Coral Way, Miami, Florida 33145, with
a quorum present, the Board of Directors and Subscribers/
Stockholders adopted the following amendment to the Articles of
Incorporation, with such Amendment to be effective immediately:

Article III is amended to read as follows:

"Article III- Capital Stock

This corporation is authorized to issue Three Million
(3,000,000) shares of .001 (\$0.001) Dollar par value
common stock."

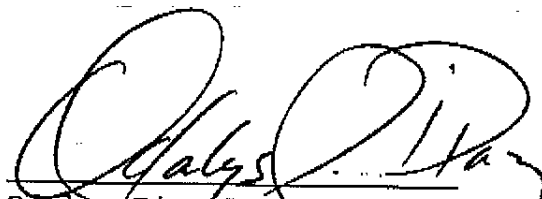
This amendment was adopted by unanimous vote of the Board of
Directors and Subscribers/Stockholders of PAOCOM, Inc. on this 21st
day of April, 1999.

(Corporate Seal)

Prepared by: Ricardo Martinez-Cid
1699 Coral Way, Suite 510,
Miami, Florida 33145
Telephone (305) 859-7494
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Paulino Diaz-Asper,
Subscriber/Stockholder
Director and President
of 1407 Coral Way
Miami, Florida 33145

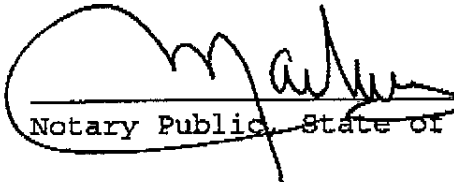


Odalys Diaz-Asper
Director, Vice-President
Treasurer and Secretary
of 1407 Coral Way
Miami, Florida 33145

FLORIDA BAR NO. 157029 / AUDIT NUMBER: : H9900000 9516 8

STATE OF FLORIDA)
) S.S.
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 21st day of April, 1999 by Paulino Diaz-Asper, as Subscriber/Stockholder, Director and President, and Odalys Diaz-Asper, as Director, Vice-President, Treasurer and Secretary of PAOCOM INC., a Florida corporation, on behalf of the corporation, who is personally known to me and did take an oath.



Notary Public, State of Florida



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