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TAMPA DEVELOPER GROUP, INC.

2617 Durham Street
Tampa, FL 33605

June 9, 2000

Florida Department of State
Corporate Records
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

FILED
00 JUN 14 PM 12:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir/Madam,

Enclosed please find the original and a copy of the Amendment of Articles of Incorporation for Tampa Developer Group, Inc.

Also find enclosed a check payable to the Secretary of State in the amount of \$35.00 which includes filing fees.

Sincerely,

TAMPA DEVELOPER GROUP, INC.

Lazaro Garcia
President

Encl.

Amend
6-28-00
PKS

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-06/14/00-01091--002
*****35.00 *****35.00

**ARTICLES
OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF**

TAMPA DEVELOPER GROUP, INC.

FILED
00 JUN 14 PM 12:15
CLERK OF STATE
TALLAHASSEE, FLORIDA

A special meeting of the Shareholders of **TAMPA DEVELOPER GROUP, INC.** was held at the hour of 2:00 PM, on the day of **June 9, 2000**, at the office of the corporation located at Tampa, Fl.

The President and the Secretary of the corporation acted, respectively, as chairperson and secretary of the meeting.

The chairperson called the meeting to order and the secretary called the roll of shareholders entitled to vote.

Those present were the following constituting all of the shareholders of the corporation entitled to vote:

Lazaro Garcia

There being present at the meeting of shareholders of record holding all of the shares of common stock of the corporation issued and outstanding which have voting power, the chairperson declared that a quorum was present and that the meeting was duly opened for business.

NOW THEREFORE, pursuant to the provisions of Section 607.1006, the Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: To Change: the Articles IV - Principal Office

The Principal office of the corporation is 2617 Durham St.
Tampa, Florida 33605

SECOND: To Change: Article VIII - Board of Directors

The corporation shall have one (1) director.
The number of directors may be either increased from time to time by
The By-Laws, but shall never be less than one (1). The names and
addresses of the directors of the corporation is as follows:

Lazaro Garcia - President & Director
2617 Durham Street
Tampa, Fl. 33605

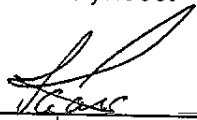
THIRD: To Add Article XI - Shareholder Power

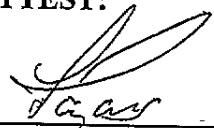
1. A affirmative vote of three-fourth of the shares of the corporation shall be required for any shareholder action.
2. The shareholders shall have the power to adopt, amend, alter, Change or repeal the articles of incorporation when proposed And approved at a shareholder meeting, with not less than a Three-fourths vote of the common stock.
3. The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms, and conditions that Shall be fixed by the Board of Directors, such of the share of the Stock of this corporation as may be issued for money, or any poperty or service, from time to time, in addition to that stock Authorized and issued by the corporation. The preemptive right of any holder is determined by the ration of the authorized and issued shares of common stock held by the holder and all shares of common stock currently authorized and issued.

Fourth: To Add Article XIII - Cumulative Voting Rights

The shareholders of this corporation shall be allowed to vote their shares cumulatively so as to give one shareholder as many votes as the number of directors to be elected multiplied by the number of shareholder may wish. Notice must be given in writing by any shareholder to the President or any Vice President of said corporation not less than 24 hours prior to the time set for the hading of a shareholder's meeting for the election of directors that said shareholder intends to cumulative his or her shares at said election.

IN WITNESS WHEREOF, we the undersinged have executed these Articles of Amendment on June 9, 2000.


By: **Lazaro Garcia**
Chairman of the Board of Directos

ATTEST:

By: **Lazaro Garcia**
Secretary of the Board of Directors

State of Florida
County of Hillsborough

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Lazaro Garcia, known to me and known to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that they executed these Articles of Incorporation.

SWORN AND SUBSCRIBED this 9th day of June, 2000.


Notary Public

