

Division of Corporations

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To:

Division of Corporations

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From:

Account Name

: FAS-T CORP. AGENTS, INC.

Account Number : 071001002335

Phone

: (305)599-0839

Fax Number

: (305)716-0346

BASIC AMENDMENT

NORTH COM, INC.

PARTIES NO. 1 CONTRACTOR OF THE PARTIES NO. 1 CONTRACTOR OF THE PARTIES NO. 1 CONTRACTOR OF THE PARTIES NO. 1	CONTRACTOR CONTRACTOR
Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

July 18, 2001

NORTH COM, INC. 8513 NORTH WEST 68TH STREET MIAMI, FL 33166

SUBJECT: NORTH COM. INC.

REF: P99000055643

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

IN THE FIRST PARAGRAPH PLEASE CHANGE "ARTICLES OF INCORPORATION " TO "ARTICLES OF AMENDMENT".

PART SECOND IS NOT NECESSARY TO BE INCLUDED IN THE AMENDMENT. PLEASE ADD THE LETTER "NA" (FOR NOT APPLICABLE) AFTER THE PARAGRAPH.

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Karen Gibson Corporate Specialist FAX Aud. #: H01000082563 Letter Number: 101A00042199

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF NORTH COM, INC.

P99000055643

PURSUANT TO THE PROVISIONS OF SELECTION 607.1006, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION ADOPTS THE FOLLOWING ARTICLES OF AMENDMENT

FIRST: AMENDMENT ADOPTED:

I - THE NEW BOARD OF DIRECTORS FOR THIS CORPORATION IS:

MARIA C. CERQUEIRA PRESIDENT, SECRETARY & DIRECTOR

MARCIA M. DE OLIVEIRA VICE-PRESIDENT, TREASURER & DIRECTOR

> PRINCIPAL & MAILING ADDRESS: 8513 NORTH WEST 68TH STREET MIAMI, FLORIDA 33166



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 FOLLOW: NA

THIRD:

THE DATE OF EACH AMENDMENT'S ADOPTION: FEBRUARY 2ND 2001.

FOURTH: ADOPTIONS OF AMENDMENTS:

X_THE AMENDMENT(s) WAS/WERE ADOPTED BY THE INCORPORATORS OR BOARD OF DIRECTORS WITHOUT SHAREHOLDER ACTION AND SHAREHOLDER ACTION WAS NOT REQUIRED.

THE AMENDMENT(s) WAS/WERE APPROVED BY THE SHAREHOLDERS. THE NUMBER OF VOTES CAST FOR THE AMENDMENT(s) WAS/WERE SUFFICIENT FOR THE APPROVAL.

THE AMENDMENT(s) WASTWERE APPROVED BY THE SHAREHOLDERS THROUGH VOTING GROUPS.

(THE FOLLOWING STATEMENT MUST BE SEPARATELY APPROVED FOR EACH VOTING ENTITLED TO VOTE SEPARATELY ON THE AMENDMENT(s).)

THE NUMBER OF VOTES CAST FOR THE AMENDMENT(3) WASAWERE SUFFICIENT FOR APPROVAL BY:

(Voting group)

SIGNED THIS 2ND DAY OF FEBRUARY, 2001.

NORTH COM. INC.

(Chairman or Vice-Chairman of the Board of Directors, President or other officer if adopted the shareholders)

Typed or printed name: MARIA C. CERQUEIRA / MARCIA M. DE OLIVEIRA INCORPORATOR \ DIRECTOR

INCORPORATOR \ DIRECTOR

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF:
NORTH COM, INC.
PREPARED BY: GUILLERMO UBIETA, IR.

8201 NORTH WEST 66TH STREET SUITE 3 MIAMI, FL. 33166 (305) 597-4511