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TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

500003331065-2

-07/21/00--01010--016

*****35.00 *****35.00

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. DREAMS INTERNATIONAL, CORP.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

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TALLAHASSEE, FLORIDA

NEW FILINGS	
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<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials CC

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
DREAMS INTERNATIONAL, CORP.**

Pursuant to the provision of section 607-1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendments adopted:

ARTICLE V: The name and address of the new officer of this corporation is as follows:

Andres Mercado **President/Secretary/Treasurer**

1570 W 43rd Place, Suite 37

Hialeah, Florida 33012

ARTICLE VI: The name and address of the new director of this corporation is as follows:

Andres Mercado

1570 W 43rd Place, Suite 37

Hialeah, Florida 33012

ARTICLE XII: The name and address of the new registered agent of this corporation is as follows:

Andres Mercado

1570 W 43rd Place, Suite 37

Hialeah, Florida 33012

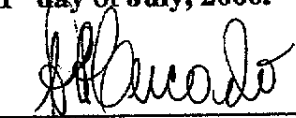
SECOND: The date of the amendment's adoption: **July 1st, 2000.**

THIRD: Adoption of Amendment:

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

Signed this 1st day of July, 2000.

Signature

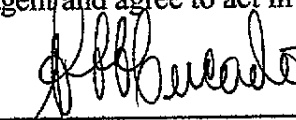


**Andres Mercado
Director/President**

Date: July 1st, 2000

Having been named as registered agent and to accept service of process for the stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity.

Signature



Andres Mercado

Date: July 1st, 2000

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