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400003037634--3

-11/08/99--01045--025

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

1. INTELLIGENT BUSINESS, INC. (Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

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RECEIVED 99 NOV -8 11:26 DEPARTMENT OF STATE DIVISION OF CORPORATIONS TALLAHASSEE, FLORIDA

Table with 2 columns: Category, Item. Rows: Profit, NonProfit, Limited Liability, Domestication, Other.

Table with 2 columns: Category, Item. Rows: Amendment, Resignation of R.A., Officer/Director, Change of Registered Agent, Dissolution/Withdrawal, Merger.

Table with 2 columns: Category, Item. Rows: Annual Report, Fictitious Name, Name Reservation.

Table with 2 columns: Category, Item. Rows: Foreign, Limited Partnership, Reinstatement, Trademark, Other.

FILED 99 NOV -8 PM 2:30 SECRETARY OF STATE TALLAHASSEE, FLORIDA

C. COULLIETTE NOV 08 1999

Examiner's Initials

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

**FILED**  
**NOV - 8 PM 2:30**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

INTELLIGENT BUSINESS, INC.

(present name)

*Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:*

**FIRST:** Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

**ARTICLE II: NEW PRINCIPAL OFFICE**

7650 NW 19TH. STREET, SUITE 150  
MIAMI FL., 33126

**ARTICLE VI: NEW DIRECTORS**

(P) JOSE M. REMESAR	14610 BULL RUN RD., SUITE 334, MIAMI LAKES FL. 33014
(VP) JUDITH PAEZ RONDON	15351 SW 73 TERRA CIRCLE, MIAMI FL., 33193
(T) MONICA MEDINA	14610 BULL RUN RD., SUITE 334, MIAMI LAKES FL. 33014
(S) MABY RODRIGUEZ	1407 SAINT GABRIELLE LANE APT. 3303, WESTON FL., 33326
(S) ANTONIO INTRIAGO	13149 NW 10 LANE, MIAMI FL., 33182

**PLEASE NOTE THAT MABY RODRIGUEZ AND ANTONIO INTRIAGO WILL BE ADDED AS (S)**

**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 follows:

THIRD: The date of each amendment's adoption: October 25, 1999

FOURTH: Adoption of Amendment(s) (CHECK ONE)

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

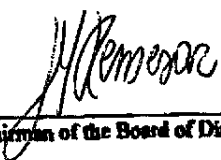
"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_ voting group"

The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 03 day of NOVEMBER, 19 99

Signature



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

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

JOSE M. REMESAR

Typed or printed name

PRESIDENT

Title