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COMPREHENSIVE BUSINESS SERVICES

ACCOUNTING	BOOKKEEPING	TAX SERVICES	CONSULTATION
8181 N.W. 36th Street, Ste. 18	Miami, FL 33166	Tel: 305-594-2637	Fax: 305-594-2639

December 22, 1999

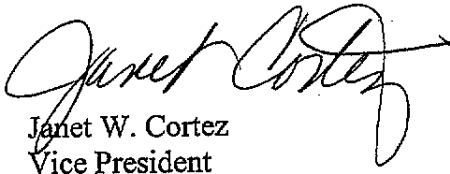
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Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Dear Sirs:

Please find enclosed an original and two copies of the Articles of Amendment to the Articles of Incorporation for PANZEROTY CORP. A check in the amount of \$85.00 is enclosed to cover the cost of the filing fee (\$35.00) and a certified copy (\$50.00).

Sincerely yours,


Janet W. Cortez
Vice President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 FEB 29 AM 11:45

Amend
L.F.B. 3-10-2000

00 FEB 29 AM 11:45

ARTICLES OF AMENDMENT
TO
THE ARTICLES OF INCORPORATION
OF
PANZEROTY CORP.

Pursuant to the provisions of section 607.1006 of the Florida General Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: **ARTICLE XII, STOCKHOLDERS** is being amended to read as follows:

The names and addresses of the stockholders of this corporation and the number of shares of common stock they agree to take are:

Libia A. Sanchez	50% Shares or 50 Shares
18181 N.W. 72 nd Court	
Miami, FL 33015	

Luis F. Sanchez	50% Shares or 50 Shares
18181 N.W. 72nd Court	
Miami, FL 33015	

SECOND: **ARTICLE X** is being amended to read as follows:

Libia A. Sanchez	President & Treasurer
18181 N.W. 72nd Court	
Miami, FL 33015	

Luis F. Sanchez	Vice-President & Treasurer
18181 N.W. 72nd Court	
Miami, FL 33015	

THIRD: **ARTICLE IX** is being amended to read as follows:

The name and address of the first Board of Directors of the Corporation, who shall hold office for the first year, or until their successors are chosen, are:

Libia A. Sanchez
18181 N.W. 72nd Court
Miami, FL 33015

Luis F. Sanchez
18181 N.W. 72nd Court
Miami, FL 33015

FOURTH: The date of the foregoing amendments' adoption is December 22, 1999.

FIFTH: These amendments were approved unanimously by the shareholders.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this 22nd day of December, 1999.

Libia A Sanchez, President

Sworn to, and subscribed before me this
22nd day of Dec 19 99.

by: Libia A. Sanchez

Janet W. Cortez
Signature of Notary Public

Notary's Name, Printed, Stamped or Typed

Personally Known: or Produced ID

Type of ID produced

