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LAZARUS CORPORATE FILING SERV	ICE, INC.		
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MIAMI, FLORIDA (305)552-59	73	,	1030641066. 12/08/9901029023 ******35.00 *****35.00
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LOCAL REPRESENTATIVE TALLAHAS	SEE	OFFICE USE ONLY	
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NEW FILINGS	AMENDMI	ENTS	DAS DAS
3, 3, 10, 10, 10, 10, 10, 10, 10, 10, 10, 10	Amendment	**************************************	
Profit		A Office of Discount	-
NonProfit	Resignation of R.A., Officer/Director		
. Limited Liability	Change of Registered Agent		
Domestication	Dissolution/Withdrawal		
Other	Merger		la per a signesce
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OTHER FILINGS	REGISTRATIO QUALIFICATIO		•
Annual Report	Foreign		,
Fictitious Name	Limited Partnersh	nin - muusis	TTE DEC 0 8 1999
Name Reservation		C. COULLIE	••
	Reinstatement		
	Trademark		
	Other	Evami	iner's Initials

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

	ZIG CIGARRETS,	INC.	-	
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1	(present n	ama)		
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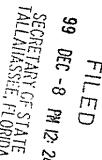
Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

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

ARTICLE IV: The new Registered Agent will be:

Miguel A. Sanchez
Address: 1545 N.W. 8 Terrace
Miami, Fl. 33125

ARTICLE VI: The new Board of Director of this Corporation will be as follow: Miguel A. Sanchez, as President 1545 N.W. 8 Terrace, Miami, Fl. 33125



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:

The new reclassification of the shares will be as follow: Miguel A. Sanchez, 100% of shares.

•	;				
THIRD:	The date of each amendment's adoption: 12.01.1999				
FOURTH:	Adoption of Amendment(s) (CHECK ONE)				
½	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				
	. vottilg 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.				
Signature 2	gned this 1st. day of December , 19 99 . (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)				
	Ruber O. Noy				
	Typed or printed name				
	President				
	Title				
in thi	been named as Registered agent and to accept service ocess for the stated Corporation at the place designated as certificate, I hereby accept the appointment as Registerent and agree to act in this capacity.				

Migu#1 A. Sanchez (Registered Agent) 12.01.1999.