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SECRETARY OF STATE
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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. WAKI ENTERPRISES, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
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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

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OTHER FILINGS	
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<input type="checkbox"/>	Reinstatement
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DIVISION OF CORPORATION

G. COULLETTE OCT 03 2000

Examiner's Initials

AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
WAKI ENTERPRISES, INC.

FILED
00 OCT -3 AM 11:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Waki Enterprises, Inc. a Florida Corporation under its Corporate Seal the hands of its President Rene Molina Soltero and its Secretary-Treasurer, Carmen J. Michel, hereby Certify as follows:

CLAUSE I

That all the shareholders of Waki Enterprises, Inc. in response to a call and notice of meeting held on September 1, 2000 at 3:00 P.M. at 3315 S.W. 1st Street Miami Florida 33135 County of Miami-Dade, all of the Shareholders were present and was submit a Resolution that was approved by the Board of Directors and all the stockholders, adopting amending Articles I, VII and VIII of the Articles of Corporation.

ARTICLES VII

On motion duly made and approved by all the stockholders and the Board of Directors.-----

Rene Molina Soltero, sale to Antonio L. Candelaria Sixteen (16) shares or Stock and rescinded as President and Carmen J. Michel, sale to Antonio L. Candelaria Seventeen (17) Shares or Stock and Antonio L. Candelaria is propose as President and Rene L. Molina Soltero is propse as Vice-President and Carmen J. Michel is confirme as Secretary/Treasure. On the same motion was elected and qualified as President and members of the Board of Diretors, Antonio L. Candelaria, Rene J. Molona Soltero as Vice-President and Carmen J. Michel confirme as Secretary/Treasurer and the change of Address from 3315 S.W. 1st Street Miami Florida 33135 to 2610 N.W. 7th Street (Upper Level) Miami Florida 33125 No other names being proposed the meeting was closed. The Secretary announce the result of the vote as follows:

NAME	ADDRESS	TITTLE
Antonio L. Candelaria	2528 N. W. 24th Street Miami, Florida 33142	PRESIDENT
Rene L. Molina Soltero	3315 S. W. 1st Street Miami, Florida 33135	VICE/PRESIDENT
Carmen J. Michel	3315 S. W. 1st Street Miami, Florida 33135	SECRETARY TREASURER

ARTICLE VIII

The shares of Capitol Stocks of this Corporation shall be issue to the folowings persons:

NAME	ADDRESS	SHARES
Antonio L. Candelaria President	2528 N. W. 24th Street Miammi. Florida 33142	-33-
Rene L. Molina Soltero Vice/President	3315 S. W. 1st Street Hialeah, Florida 33012	-34-
Carme J. Michel Secretary/Treasurer	3315 S.W. 1st Street Miami, Florida 33135	-33-

IN WITNESS WHEREOF, the Corporation has caused this amendment to Articles of Incorporation to be executed for it , and it name by its President and Attested to by its Secretary/Treasurer both of whom have full power and instructions and authority to do so and its Corporate Seal to bhereunto affixed on the City of Miami, County of Dade State of Florida this 15 day of March 2000.

WAKI ENTERPRISES, INC.

Antonio L. Candelaria
PRESIDENT

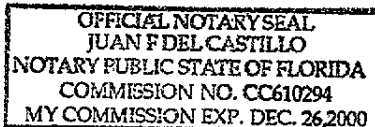
ATTESTED:

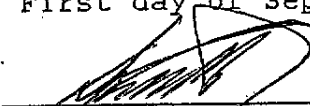

Carmen J. Michel
SECRETARY

STATE OF FLORIDA)
) S.S.
COUNTY OF DADE)

I HEREBY CERTIFY : that on this day September 1 2000 personally appeared beforeme Antonio L. Candelaria President, Rene J. Molina Soltero as Vice President and Carmen J. Michel Secretary/Treasurer of Waki Enterprise, Inc. who respectively acknowledged that they executed the foregoing amendment of I, VII and VIII Articles of Corporation after having been dulyauthorized to do so.

WITNESS: My hand and official Seal at City of Miami, County of -- Miami-Dade, State of Florida this First day of September 2000




JUAN F. DEL CASTILLO
NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

COMMISSION NUMBER CC234804
MY COMMISSION EXPIRES DEC 26/2000
BONDED TOUCH GENERAL INSURANCE UNDERWRITER