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DIOGENES TELLEZ 13780 SW 56 St Ste, 21 MIAMI, FL. 33175			

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

(Corporation Name) 2.	(Document #) 2000030807422 -12/27/9901110012 ******52.50 *****52.50
(Corporation Name)	(Document #)
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4. <u>(Corporation Name)</u>	(Document #)
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<u>NEW FILINGS</u>	<u>AMENDMENTS</u>
 Profit Not for Profit Limited Liability Domestication Other 	 Amendment Resignation of R.A., Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger
OTHER FILINGS	REGISTRATION/QUALIFICATION
Annual ReportFictitious Name	 Foreign Limited Partnership Reinstatement Trademark Other
	Examiner's Initials



(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 1- Name shall be GLOBAL EXPOSURE, INC.

Article 3-Principal office shall be: 13780 S.W. 56 St. Miami, FL. 33175 Suite 212 marchester. Article 5- The officers shall be: Diogenes A. Tellez - President Richard Ocasio ---- Vice-President Richard Ocasio ---- Secretary Diogenes A. Tellez - Treasurer whose addresses shall be the same as the principal office of the Corp. Article 6-The directors shall be: Diogenes A. Tellez Richard Ocasio Garath Justus whose addresses shall be the same as the principal office of the Corp. Article 7-The maximum number of shares shall be: TWO HUNDRED AND FIFTY (250) shares of common stock, each share having the par value of ONE DOLLAR (\$1.00) Article 12-The Registered Agent shall be: Diogenes A. Tellez The Registered Office shall be: 12500 S.W. 251 Terr. Princeton, FL. 33032

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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: December 21, 1999 (12/21/99)

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

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	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.				
נ	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				
C	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 21 day of December , 19 99				
	The and the				
Signature	(By the Chairman on Vine Culture Culture Culture Chairman for the second states and				
	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders) Richard Ocacio President, Secretary, Treasurer				
	OR				
(By a director if adopted by the directors)					
	OR				
(By an incorporator if adopted by the incorporators)					

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Richard Ocasio

President, Secretary, Treasurer Title

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ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Diogenes A. Tellez of 12500 S.W. 251 Terr., Princeton FL. 33032, having been designated as the Registered Agent in the foregoing Articles of Amendment to the Articles of Incorporation for Global Exposure, Inc., is familiar with and accepts the obigations of the position of Registered Agent under the applicable provisions of the Florida Statutes.

Diogenes A, Tellez