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TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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JUN 27 PM 1:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

1. THIRD MILLENIUM INVESTMENTS INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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<input type="checkbox"/> NonProfit	
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<input type="checkbox"/> Domestication	
<input type="checkbox"/> Other	

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	

OTHER FILINGS	
<input type="checkbox"/> Annual Report	
<input type="checkbox"/> Fictitious Name	
<input type="checkbox"/> Name Reservation	

REGISTRATION/QUALIFICATION	
<input type="checkbox"/> Foreign	
<input type="checkbox"/> Limited Partnership	
<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Trademark	
<input type="checkbox"/> Other	

Examiner's Initials

RR
6/27/01

ARTICLE OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
THIRD MILLENIUM INVESTMENTS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

The o

FIRST: Amendment adopted: ARTICLE II amended

ARTICLE II: DIRECTORS

At a joint meeting of all present officers and directors of the corporation it was decided the the new officers and directors are to be as follows:

OBDULIO SALOM - PRESIDENT AND CEO
ANTONIO FLEITAS - VICE PRESIDENT
EVARISTA CURBELO - SECRETARY AND TREASURER
GYORGY MIDECKZY - DIRECTOR AND CFO
JORGE LOPEZ - DIRECTOR

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if no contained in the amendment itself, are as follows:

THIRD: The date of each amendments adoption: June 20th, 2001

FOURTH: Adoption of Amendment

X The amendments were approved by the shareholders. The number of votes cast for amendments were sufficient for approval



The amendments were approved by the shareholders through voting groups.

The following statement must be made separately for each voting group entitled to vote separately on each amendment:

“The number of votes cast for the amendments were sufficient for approval by n/a ”

 The amendments were adopted by the Board of Directors without shareholders action and shareholder action was not required.

 The amendments were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 20th day of June, 2001.

Signature

A handwritten signature in cursive script, appearing to read 'Obdulio', is written over a horizontal line. The signature is enclosed within a hand-drawn oval.

Obdulio Moises Salom
President and CEO