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To: Division of Corporations
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From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
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BASIC AMENDMENT

WEST END FINE ART, INC.

Certificate of Status	0
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Page Count	02
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Amendment

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DC

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF

WEST END FINE ART, INC.

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following Articles of Amendment of its Articles of Incorporation:

FIRST: Article VI- Officers and Directors is hereby amended to:

Hossam Antar 19701 E. Country Club Drive, #303 President
Aventura, Florida 33180

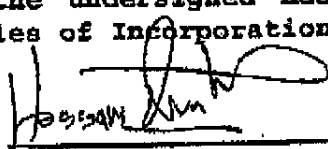
Salvatore Vitro 5359 N. State Road 7 Vice-President
Tamarac, Florida 33319

Enrique Cayeiro 130 S. Shore Drive, #3D Vice-President/
Miami Beach, Florida 33141 Secretary

SECOND: The forgoing Amendment was approved and adopted by the affirmative vote of the shareholders of a majority of shares entitled to vote thereon in accordance with Florida Statute Section 607.1003(2)(b). The number of votes cast for the amendment was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to Articles of Incorporation this 18 day of January, 2000.

(Corporate Seal)


HOSSAM ANTAR, President


ENRIQUE CAYEIRO, Secretary

STATE OF FLORIDA
COUNTY OF DADE

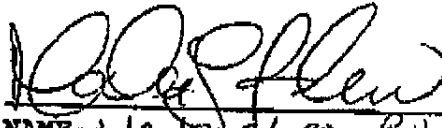
Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared HOSSAM ANTAR and ENRIQUE CAYEIRO, and known to be, and known personally to

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me to be, the person who did take an oath and acknowledged and executed the foregoing Articles of Amendment to Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 18 day of January, 2000.

My Commission Expires:


NAME: Marlene Leon-Rubido
NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE COMMISSION NO.:

Prepared by:
Marlene Leon-Rubido, Esquire
8500 West Flagler Street, A-105
Miami, Florida 33144

