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TALLAHASSEE, FLORIDA

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LAZARUS CORPORATE FILING SERVICE

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TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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-08/25/00--01021--018
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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. A.G.S.R. CORPORATION
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
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NEW FILINGS	
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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

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Q. COULLETTE AUG 25 2000

Examiner's Initials

ARTICLES OF AMENDMENT
OF
A.G.S.R. CORPORATION

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

FIRST: Amendment (s) adopted:

ARTICLE VII - *Directors*

MARIO OTALORA
PRESIDENT/SECRETARY/TREASURER
8951 SW 142ND AVENUE
SUITE 134
MIAMI, FL 33186

JUAN C ARDILA
VICE-PRESIDENT
8951 SW 142ND AVENUE
SUITE 134
MIAMI, FL 33186

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: 8-21-2000

FOURTH: Adoption of Amendment (s) (check one)

_____ The amendment (s) was/were adopted by the incorporator or board of directors without shareholders action and shareholders action was not required.

 X 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
TWO (2)
(voting group)

Signed this August 21st, 2000

A. G. S. R. CORPORATION
(Corporation Name)

By _____

(Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

(A director of incorporator or adopted by the directors or incorporators)

RAFAEL GONZALEZ
(type or print name)

President
(title)