

P99000/04451

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BASIC AMENDMENT

BERNARDO ENTERPRISE, INC.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$35.00

Amendment
08/16/01
Dc

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

BERNARDO ENTERPRISE, INC.

(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:

August 15, 2001.

First: Amendment(s) adopted: AMENDED.

ARTICLE XVI - BOARD OF DIRECTORS

Second: The date of Adoption of the Amendments.

Third: Adoption of Amendments.

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H01000090478 8**First: Articles Amended****ARTICLE XVI - BOARD OF DIRECTORS**

This Corporation now has three (3) Officers. The name and post office address of the officer, who subject to the provisions of the Corporation and the statutes of the State of Florida, shall hold office for their successors have been elected and qualified, are as follows:

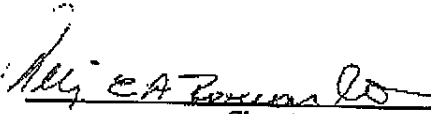
<u>NAME</u>	<u>ADDRESS</u>
LUIZ CARLOS BERNARDO President	8250 NW 24 th Street Coral Springs, FL 33065
DIOGO MOREIRA FELIX Vice-President	1048 East Lakes Drive Pompano Beach, FL 33064
ROBERTO MOREIRA Director	301 NW 32 nd Court #105 Pompano Beach, FL 33064

Second: The date of adoption of the amendments.
The date of adoption of the amendments was 08/15/01.

Third: Adoption of Amendment.
The amendments were adopted by the shareholders.

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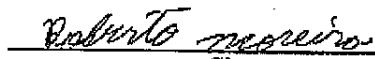
IN WITNESS WHEREOF, the undersigned being the original subscribers to the capital stock here for the purpose of forming a corporation to do business in the State of Florida, under the laws of the State of Florida, do make and file these Amendment of Articles of Incorporation, here by declaring and certifying that the facts herein stated all true and do agree to take the number of shares herein set forth and hereunto set our hands and seals this 15th day of August, 2001.



Signature
LUIZ CARLOS BERNARDO
President



Signature
DIOGO MOREIRA FELIX
Vice-President



Signature
ROBERTO MOREIRA
Director