

547224

ROLANDO E. LEIVA, C.P.A., P.A.
LAKESIDE COMMONS OFFICE PARK
7400 S.W. 50th TERRACE, SUITE 302
MIAMI, FLORIDA 33155
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September 24, 1997

TO: DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

FROM: ROLANDO E. LEIVA, C.P.A.

REF: CETECH AMERICA, INC.

Please amend the articles of the above named corporation.

Respectfully submitted,



Rolando E. Leiva, C.P.A.

000002316150--8
-10/09/97--01074--014
*****35.00 *****35.00

FILED
97 OCT -9 PM 12:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Amend

VS OCT 16 1997

*ROLANDO E. LEIVA, C.P.A., P.A.*7400 SW 50 TERR., #302*MIAMI, FL*
CELEBRATING TEN YEARS ('87-'97) OF SERVICE

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
Cetech America, INC.

FILED
97 OCT -9 PM 12:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

The Certificate of incorporation of Cetech America, INC. assigned document number S47224, heretofore approved and filed in the office of the Secretary of State of Florida, on April 23, 1991 is hereby amended in the following particular:

ARTICLE BOARD OF DIRECTORS

Pollyana Cosandey of 14252 S.W. 92 Street, Miami, FL 33186 has been elected to the positions of Vice President and Secretary effective this 23rd day of September, 1997.

Antonio Henriques, on file as Secretary and director, was nominated and elected to the position of PRESIDENT effective this 23rd day of September, 1997.

Ewerton Marques, on file as President and director, was removed from all positions from the corporation. Accordingly, Ewerton Marques is to be deleted as an officer, effective this 23rd day of September, 1997.

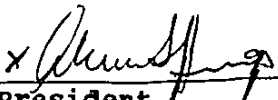
CERTIFICATE OF APPROVAL OF AMENDMENT OF
ARTICLES OF INCORPORATION OF
CETECH AMERICA, INC.

We, the undersigned, being the President and Secretary of CETECH AMERICA, INC. / Charter # S47224 hereby certify that the Board of Directors of the corporation AND SHAREHOLDERS did unanimously approve and recommend, on the 23RD day of SEPT. 1997, at a meeting duly called for the purpose, that the Articles of Incorporation of Cetech America, INC., heretofore filed and approved in the office of the Secretary of State, State of Florida, on the 23rd day of APRIL 1991, be amended in the manner set forth in the attached page and did propose said amendment to the stockholders of the corporation who unanimously approved the amendments.

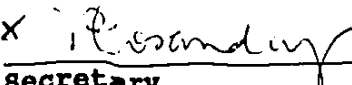
WE DO FURTHER CERTIFY that at a meeting duly called for that purpose, a majority of stockholders of the corporation did approve the foregoing amendment on the 23rd day of Sept. 1997.

IN WITNESS WHEREOF, the President/Secretary of the corporation has hereunto affixed his signature, and also affixed the corporate seal this 23rd day of Sept., 1997.

ATTEST:

x 

President
Antonio Henriques

x 

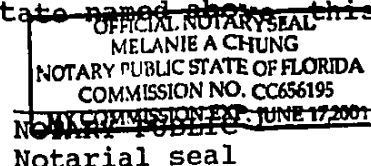
Secretary
Pollyana Cosandey

STATE OF FLORIDA
COUNTY OF DADE

I DO HEREBY CERTIFY that on this day, before me a Notary Public duly authorized in the State and County above named the take oaths and acknowledgements, personally appeared Antonio Henriques, PRES. AND Pollyana Cosandey, Secretary of Cetech America, INC. to me well known to be the individual described in and who executed the foregoing Amendment to Certificate of Incorporation and they acknowledged before me that the matters and things contained therein are true, and they did execute the same for the purposes therein expressed.

WITNESS my hand and seal in the County and State named above this the 23rd day of September, 1997.

MY COMMISSION EXPIRES: June 17, 2001



Notarial seal

