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REPLY TO: MIAMI

October 7, 1999

Division of Corporation  
P.O. Box 6327  
Tallahassee, Fl 32314

600003017286--4  
-10/18/99--01104--015  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: BRICKELL TECHNOLOGIES CORP.

Dear Sir/ Madam:

Enclosed please find the Articles of Amendment to Articles of Incorporation for the above referenced corporation, and a check in the sum of \$ 35.00 to cover the filing fee of the same.

Please forward a receipt of the aforementioned, in the self addressed stamped envelope, herein enclosed, for your convenience.

If you have any questions, please feel free to contact this office.

Very Truly Yours,

ROTH, ROUSSO & BENJAMIN, P.A.



LEONARDO A. ROTH, ESQ.  
LAR, er  
Enc

Amend  
10-28-99  
DAS

FILED  
TALLAHASSEE, FLORIDA

99 OCT 18 AM 8:54

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
BRICKELL TECHNOLOGIES CORP.

FILED  
99 OCT 18 AM 8:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

RESOLVED that

FIRST: The following shall be removed as Director and Secretary of the aforementioned corporation:

Luis Marcelo Safdie  
10431 NW 28 Street, #E-105  
Miami, FL 33172

SECOND: The following shall be the new Director, Secretary and Vice President of the aforementioned corporation:

Moises Daniel Btresh  
10431 NW 28 Street, #E-105  
Miami, FL 33172

THIRD: The date of the Amendment's adoption was September 20, 1999.

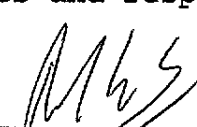
FOURTH: The Amendment was adopted by the Board of Directors without Shareholder Action and Shareholder Action was not required.

Signed this September 20, 1999.

BRICKELL TECHNOLOGIES CORP.

  
RICARDO CHEB TERRAB - DIRECTOR

I hereby am familiar with the duties and responsibilities as registered agent for said corporation.

  
By: RICARDO CHEB TERRAB  
Registered Agent

Prepared By:  
Leonardo A. Roth, Esq.  
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Miami, FL 33156  
Tel: (305) 670-9994  
FL. Bar No.: 747793