

V49500

TRANSMITTAL LETTER

AMENDMENT SECTION  
DIVISION OF CORPORATIONS  
P. O. BOX 6327  
TALLAHASSEE, FL 32314

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 JUL 15 PM 3:59

SUBJECT: "ZOPLAYOMA U.S.A. CORPORATION"

100006405721--8

-07/15/02--01058--019  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

ENCLOSED PLEASE FIND AN AMENDMENT TO ARTICLES OF  
INCORPORATION AND A CHECK IN THE AMOUNT OF \$ 43.75

From:

KENDALL TAX ACCOUNTING CORP.  
9745 SUNSET DRIVE - SUITE 201  
MIAMI, FLORIDA 33173-4649  
(305) 279-1411

*Amend.*

V SHEPARD JUL 22 2002

**ARTICLES OF AMENDMENT**  
**TO**  
**ARTICLES OF INCORPORATION**  
**OF**  
**ZOPLAYOMA U.S.A. CORPORATION**  
(Present name)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 JUL 15 PM 3: 59

*Pursuant to the provision 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 V: - **CHANGE OF ADDRESS**   principal address of the corporation should be:  
                  168 SE 1<sup>ST</sup> Street Suite 300 Miami, FL 33131  
                  Mailing address is still at 9745 Sunset Dr. Suite 201 Miami, FL 33173

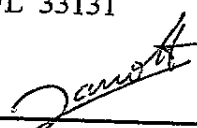
Article VI:   **MARCELO R. ZANOTTI resigned as Vice-president of the corporation.** Address 168 Se 1<sup>st</sup> Street Suite 300 Miami, FL 33131

**JUAN A. ZANOTTI continued as President/Secretary of the corporation.**

                  Address: 168 SE 1<sup>ST</sup> Street Suite 300 Mami, FL 33131

**PABLO H. ZANOTTI is named Vice-president of the corporation.**

                  Address: 168 SE 1<sup>st</sup> Street Suite 300 Miami, FL 33131

  
\_\_\_\_\_  
PABLO H. ZANOTTI-Vice-president

SECOND:       If an amendment provides for an exchange, reclassification of cancellation of issued shares, provision for implementing the amendment if not contained in the amendment itself, are as following:

Pablo H. Zanotti    49% of shares = 245 shares

Marcelo R. Zanotti 49% of shares = 245 shares

Juan A. Zanotti     2% of shares = 10 shares

THIRD: The date of each amendment's adoption: June 16<sup>th</sup> 2002

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

☐ The amendment (s) was/were adopted by the incorporators or board of directors  
Without shareholder action and shareholder action was not required.

☒ 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 \_\_\_\_\_  
(Voting group)

Signed this 16<sup>th</sup> day of June, 2002

**ZOPLAYOMA U.S.A. CORPORATION**

(Corporation name)

By \_\_\_\_\_

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

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

**JUAN A. ZANOTTI**

(Typed or printed name)

**President/Secretary**

(Title)