

V 62436

WorldSoft International, Inc
8235 NW 64th #6
Miami, FL 33166

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
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TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input 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

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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

Amend

7-22-97

LFJ

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
WORLD SOFT INTERNATIONAL,
I N C .

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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:

F I R S T : Amendment adopted: indicate article number being amended, added or deleted.

A R T I C L E I X

The new Board of Directors is consisting of a total of Three (3) persons (as amended in the application for reinstatement, but with a new change), whose names and addresses are:

D./Pres.	Flavio E. Landivar	Same address as before (no change whatso ever)
D./VP./Sec.	Cecilia I. Paredes	Same address as before (but new charge added: secretary and registered agent)
D./Treas.	Jose E. Fernandez	9561 Fontainebleau Blv.#202 SS #593-51-2118 Miami, Fl. 33172
Out-Deleted:	JCQUELINE B. HUNT	NO MORE in the board of Directors and as Registered Agent.

IN WITNESS WHEREOF, the undersigned D./VP./Sec. and new Registered Agent, has executed these Amendment of the Articles of Incorporation, this 1st. day of July of 1997.

State of Florida
County of Dade


Cecilia I. Paredes
SS #593-63-3656

S E C O N D : NO amendment, exchange, reclassification or cancellation of issued shares.

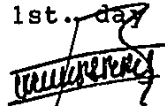
T H I R D : The date of the amendment'adoption: 1st Day of July/97

F O U R T H : Adoption of Amendment:

The amendment was approved by the shareholders.
the number of votes cast for the amendment were
sufficient for approval..

Signed this 1st. day of July, 1997th

Signature


Cecilia I. Paredes V./P.-Sec./Reg.Agent.
SS #593-63-3656

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CERTIFICATE OF DESIGNATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: WORLDSOFT INTERNATIONAL, INC.
2. The name and address of the new registered agent and office are:

Cecilia I. Paredes
8235 NW. 64th. ST. #6
Miami, FL. 33166

Signature



Title

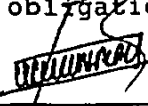
D./V.P./Secretary

Date

July 1st. of 1,997th.

Having been named as registered agent, replacing Jacqueline Hunt, and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provision of all statutes that are related to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature



Date

July 1st. of 1997th.