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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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343 ALMERIA AVENUE

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CORAL GABLES, FL 33134 - (305) 445-2700

(City, State, Zip)

(Phone #)

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-05/24/00--01074--006
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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Copper World, Inc. P00000039587
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
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(Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
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DIVISION OF CORPORATIONS
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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" 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

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

G. COULLIETTE MAY 24 2000

Examiner's Initials

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
COPPER WORLD, INC.

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Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST: Article 5 of the Articles of Incorporation provides:

President:	Jorge Sandoval
Vice-President:	Alvaro Sandoval
Secretary:	Alvaro Sandoval
Treasurer:	Jorge Sandoval

SECOND: Article 5 shall be amended to state:

President:	Alvaro Sandoval
Secretary:	Alvaro Sandoval
Treasurer:	Alvaro Sandoval

whose addresses shall be the same as the principal address of the Corporation.



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THIRD: Article 6 of the Articles of Incorporation states Director as:

Jorge Sandoval

FOURTH: The Director of the Corporation shall be changed to:

Alvaro Sandoval

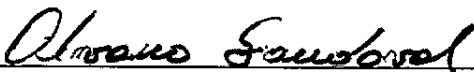
whose addresses shall be the same as the principal address of the Corporation.

FIFTH: The date of the adoption of this amendment is the 4 May 2000.

SIXTH: The amendment was adopted by the Board of Directors. No Shareholder action was required for adoption.

SEVENTH: This amendment shall be effective upon the filing with the Secretary of State of Florida.

Signed this 4 May 2000.


Alvaro Sandoval, Chairman of the Board of
Directors



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