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ARMANDO RUIZ-CASTRO
5910 SW 27th AVENUE
OCALA, FLORIDA 34434

Office Use Only

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

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- Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV 27 PM 4: 00

Amend

Examiner's Initials *LF*

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV 27 PM 4: 01

MACHU PICCHU OF PERU, INC.

(present name)

Pursuant to the provisions of section 607 1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

Please delete Anthony Taylor as President and registered agent
add ARMANDO RUIZ-CASTRO as President / registered agent
address 5910 SW 27th Avenue, Ocala, Fl. 34434.

I hereby am familiar and accept the duties and responsibilities
as Registered Agent.

signed: _____

ARMANDO RUIZ-CASTRO

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

THIRD: The date of each amendment's adoption: November 13, 2000

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- 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):

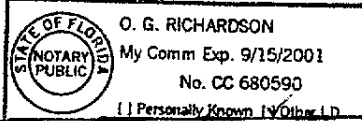
"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
voting group

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

Signed this 20th day of November 2000

Signature

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



S. Richardson
ID. R200-002-7 158-01

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

ARMANDO RUIZ-CASTRO
Typed or printed name

PRESIDENT

Title