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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: CORPORATE CREATIONS INTERNATIONAL INC.
CONTACT: LUIS URIARTE
PHONE: (305)672-0686

ACCT#: 110432003053

FAX #: (305)672-9110

NAME: OCEAN OPTIQUE DISTRIBUTORS, INC.
AUDIT NUMBER.....H98000008088
DOC TYPE.....BASIC AMENDMENT
CERT. OF STATUS..0
CERT. COPIES.....0

PAGES..... 2
DEL.METHOD.. FAX
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** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

Attn: Teresa
Brown

FILED
98 APR 30 PM 12:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
5-11-98

Amend

Jaw
4/30

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DIVISION OF CORPORATIONS

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DIVISION OF CORPORATIONS

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**CERTIFICATE OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
OCEAN OPTIQUE DISTRIBUTORS, INC.**

FILED
98 APR 30 PM 12:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- 1.) The name of the corporation is Ocean Optique Distributors, Inc.
- 2.) The resolution approving the combination of the corporation's common stock and the amendment to Articles of Incorporation was approved by the Board of Directors on April 27, 1998, and shareholder action is not required.
- 3.) The amendment to the Articles of Incorporation does not adversely affect the rights of preferences of the holders of outstanding shares of any class or series and does not result in the percentage of authorized shares that remain unissued after the combination exceeding the percentage of authorized shares that were unissued before the combination.
- 4.) The Corporation's common stock is subject to the combination. As a result of the combination, each share of the corporation's outstanding common stock shall be changed to one eighth (1/8th) of a share of common stock.
- 5.) The first paragraph of ARTICLE IV of the Articles of Incorporation of the corporation is hereby amended to read as follows:

Upon the combination of the corporation's common stock as set forth in this paragraph, the corporation's authorized capital shall consist of 1,250,000 shares of common stock and 5,000,000 shares of preferred stock, all without par value. The Board of Directors may issue shares of preferred stock in one or more series, from time to time with such relative rights, limitations and preferences as it may determine. The shares of the corporation's common stock shall be combined so that each outstanding share of common stock at 5:00 p.m. eastern daylight time on May 11, 1998 shall be changed to one eighth (1/8th) of a share of the corporation's common stock without par value.

- 6.) The combination shall become effective at 5:00 p.m. eastern daylight time on May 11, 1998.



Ronald Darata
President & Director

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

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