

248696
File Second



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 991841 80690A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : February 6, 2001

ORDER TIME : 3:30 PM

ORDER NO. : 991841-010

CUSTOMER NO: 80690A

CUSTOMER: Mr. Steven Schermer
Breier And Seif, P.a.
Suite 1125
2800 Ponce De Leon Boulevard
Coral Gables, FL 33134

name
change
amend

600003655356--2

-02/07/01--01001--022

*****96.25 *****52.50

DOMESTIC AMENDMENT FILING

NAME: CARFEL, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
XX GOOD STANDING WITH LANGUAGE REFLECTING NAME CHANGE

CONTACT PERSON: Sandra Mathis -- EXT# 1165

EXAMINER'S INITIALS:

2/7/01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 FEB -6 PM 5:00

FILED

DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

01 FEB -6 PM 4:43

RECEIVED

THIRD AMENDMENT TO THE ARTICLES OF INCORPORATION

WE, the undersigned, being all of the Stockholders of CARFEL, INC., a Florida corporation, do hereby manifest our intention that ARTICLE I of the Articles of Incorporation of CARFEL, INC. filed in the office of the Secretary of State of Florida on June 23, 1961 and amended on April 6, 1973 and September 21, 1976, be further amended effective February 5, 2001, so that ARTICLE I of the Articles of Incorporation shall now read and provide as follows:

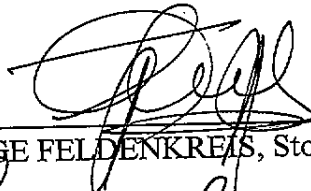
ARTICLE I.

The name of this Corporation shall be:

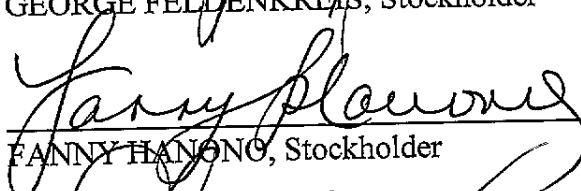
GFX, INC.

This Third Amendment was adopted by the Stockholders on February 2, 2001.

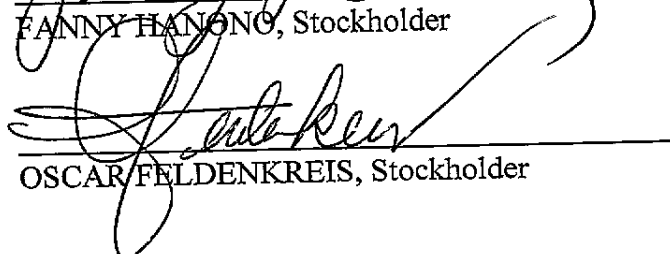
IN WITNESS WHEREOF, we have hereunto set our hands and seals effective this 2 day of February, 2001.



GEORGE FELDENKREIS, Stockholder



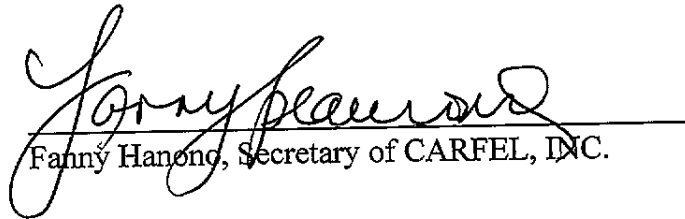
FANNY HANONG, Stockholder



OSCAR FELDENKREIS, Stockholder

FILED
01 FEB - 6 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, Fanny Hanono, hereby certify that George Feldenkreis, Fanny Hanono, and Oscar Feldenkreis are all of the Stockholders of CARFEL, INC., and this proposed amendment was approved by the Stockholders of CARFEL, INC., at a meeting held February 2, 2001.


Fanny Hanono, Secretary of CARFEL, INC.