

Rodriguez & Mestre, P.A.

Attorney At Law
(305) 821-5450

JOHN M. RODRIGUEZ
CEASAR MESTRE, JR.

Royal Palm Plaza
Suite 220
7600 West 20th Ave.
Hialeah Florida 33016

337268

000002711810--8
-12/14/98--01108--003
*****35.00 *****35.00

December 10, 1998

Secretary of State
P. O. Box 6327
Tallahassee, Florida 32314

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-12/14/98--01108--004
*****35.00 *****35.00

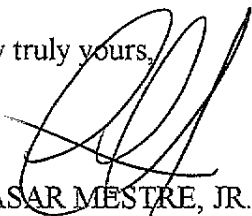
Dear Sir/Madam:

Enclosed please find the original Resignation for Felipe Marrero and Emma Marrero from Perera Fonticiella, Inc. as well as the Certificate of Amendment of Articles of Incorporation of Perera Fonticiella, Inc. of Florida to be filed. Enclosed also please find our check in the sum of \$70.00, which represents the filing fee.

We are also enclosing a copy of the above documents and a prepared envelope for your use in returning the recorded copies to our office.

Thank you in advance for your prompt attention to this matter.

Very truly yours,



CEASAR MESTRE, JR., ESQ.

CMJ/lg

Enclosures

FILED
99 JAN -8 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
JAN 8 1999

Rodriguez & Mestre, P.A.

Attorney At Law
(305) 821-5450

JOHN M. RODRIGUEZ
CEASAR MESTRE, JR.

Royal Palm Plaza
Suite 220
7600 West 20th Ave.
Hialeah Florida 33016

January 5, 1999

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

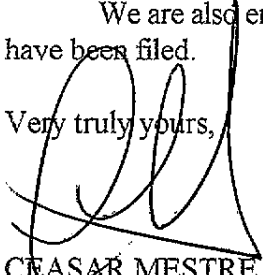
RE: Perera Fonticiella, Inc. of Florida
REF. Number: 337268

Dear Sir/Madam:

Enclosed please find the original and one copy of the Resignation for Felipe Marrero and Emma Marrero and the Certificate of Amendment of Articles of Incorporation containing the written acceptance by the registered agent. Enclosed also please find a copy of your letter dated December 29, 1998, as requested.

We are also enclosing a prepared envelope for your use in returning the documents after they have been filed.

Very truly yours,



CEASAR MESTRE, JR., ESQ.

CMJ/lg

Enclosures



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 29, 1998

CEASAR MESTRE, JR., ESQ.
RODRIGUEZ & MESTRE, P.A.
SUITE 220, 7600 WEST 20TH AVE.
HIALEAH, FL 33016

SUBJECT: PERERA FONTICIELLA, INC. OF FLORIDA
Ref. Number: 337268

We have received your document for PERERA FONTICIELLA, INC. OF FLORIDA and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 998A00060772

RECEIVED
90 JAN -8 PM 8:39
REGISTRY OF CORPORATIONS

Tax ID # 59-1227193

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

OF

PERERA FONTICIELLA, INC. OF FLORIDA

99 JUN -8 AM 9:36
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE, the undersigned, President and Secretary, respectively, of **PERERA FONTICIELLA, INC. OF FLORIDA**, a corporation organized under the laws of the State of Florida and located in the city of Hialeah, Florida, hereby certify:

1. The name of the corporation is **PERERA FONTICIELLA, INC. OF FLORIDA**.
2. The Articles of Incorporation is amended by the following resolution adopted by the shareholders on September 17, 1998.

RESOLVED, that the Articles of Incorporation shall be amended so that Article(s) is(are) eliminated, and the following substituted for Article(s):

ARTICLE

The name and address of the registered agent of this corporation is **MARIA BOADA**, 1596-98 West Palm Avenue, Hialeah, Florida, 33010.

ARTICLE

The name and post office of the Directors of the Corporation are:

MARIA BOADA	President and Director Secretary/Treasurer and Director	350 E. 60 Street Hialeah, Florida 33013
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ARTICLE IX

The name and post office address of the stockholder of the corporation is:

MARIA BOADA	100	350 E. 60 Street Hialeah, Florida 33013
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3. The above resolution was adopted by the Board of Directors and by the

shareholders unanimously.

SIGNED AND DATED at Hialeah, Florida, this 17th day of November, 1998.

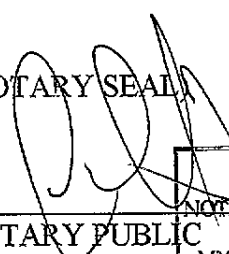
(CORPORATE SEAL)



MARIA BOADA
President, Registered Agent and
Secretary

(NOTARY SEAL)

NOTARY PUBLIC




OFFICIAL NOTARY SEAL
CEASAR MESTRE JR
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC502200
MY COMMISSION EXP. OCT. 16, 1999

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company.




MARIA BOADA

Print type or stamp name of Notary Public
Personally known OR Produced I.D.
Type of I.D. produced:



Yissel Abreu
My Commission CC594202
Expires October 17 2000




RESIGNATION
FOR
FELIPE MARRERO
AND
EMMA MARRERO
FROM
PERERA FONTICIELLA, INC.

WE, the undersigned President and Secretary, respectively, of PERERA FONTICIELLA, INC., do hereby tender our resignation as President and Secretary, respectively to take effect immediately.


FELIPE MARRERO


EMMA MARRERO

DATED 11/16/98


Print type or sign or of Notary Public
Personally known or
Type of I.D. My Commission CC594202
Expires October 17 2000