

M61260

OFFICE USE ONLY (Document #)

LAZARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305) 552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

700002569697-5
-06/23/98--01072-021
*****35.00 *****35.00

OFFICE USE ONLY

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

1. IMPERIAL STRAPPING & PACKAGING, INC. (Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

Walk in Pick up time 2:00 Certified Copy
 Mail out Will wait Photocopy Certificate of Status

FILED
98 JUN 30 PM 1:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
RECEIVED
98 JUN 23 11:56

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<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

Amend.
6-30-98

Examiner's Initials CC



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 23, 1998

LAZARUS CORPORATE FILING SERVICE, INC.

TALLAHASSEE, FL

SUBJECT: IMPERIAL STRAPPING & PACKAGING, INC.
Ref. Number: M61260

We have received your document for IMPERIAL STRAPPING & PACKAGING, INC. and check(s) totaling \$35.00. 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) 487-6903.

Cheryl Coulliette
Document Specialist

Letter Number: 498A00034532

DIVISION OF CORPORATIONS

98 JUN 30 AM 11:05

RECEIVED

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

FILED
98 JUN 30 PM 1:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IMPERIAL STRAPPING & PACKAGING, 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)*

ARTICLE V (AMENDED) THE NEW REGISTERED AGENT SHALL BE
AISSA MASFORROLL
ADDRESS: 13328 S.W. 107 AVE.
MIAMI, FLORIDA 33176

ARTICLE VI (AMENDED) - LUIS MASFORROLL WILL NO LONGER BE A
DIRECTOR. THE ONLY DIRECTOR WILL BE
AISSA MASFORROLL.

ARTICLE VII (AMENDED) THE ONLY SHAREHOLDER WILL NOW BE
AISSA MASFORROLL
ADDRESS: 13328 S.W. 107 AVE.
MIAMI, FLORIDA 33176

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:

(SEE DOCUMENTS ATTACHED)

THIRD: The date of each amendment's adoption: MAY 14TH, 1998

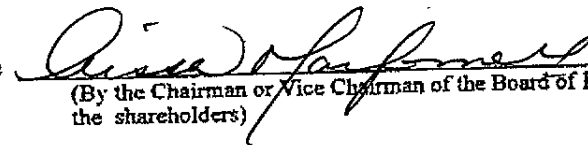
FOURTH: Adoption of Amendment(s) (CHECK ONE)

- 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 14TH day of MAY, 19 98

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

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

AISSA MASFORROLL

Typed or printed name

President

Title

To Aissa Masforrol and to Whom It May Concern:

I, Luis Masforroll, hereby resign my position as director, president, registered agent and any other position I may presently hold with Imperial Strapping and Packaging, Inc.


Luis Masforroll

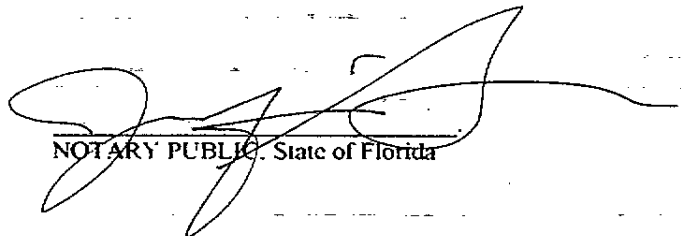
Dated: 5/14/98

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgements, personally appeared Luis Masforroll, to me known to be the person described in and who executed the foregoing as duly authorized who acknowledged before me that he executed the same, who is personally known by me, and who did take an oath.

*Produced Fla. Drs. License
MZ16-520-32-297*

WITNESS my hand and official seal in the County and State last aforesaid this

14th day of May, 1998.


NOTARY PUBLIC, State of Florida

My Commission Expires:



JENNIFER SARDINA
My Commission CC487527
Expires May 24, 1999
Bonded by HAI
800-422-1555

**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: IMPERIAL STRAPPING & PACKAGING, INC.

2. The name and address of the registered agent and office is:

AISSA MASFORROLL

13328 S.W. 107 AVENUE

(P. O. BOX NOT ACCEPTABLE)

MIAMI, FLORIDA 33176

(CITY/STATE/ZIP)

SIGNATURE



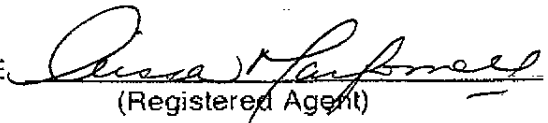
(Corporate Officer)

TITLE PRESIDENT

DATE JUNE 24TH, 1998.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE



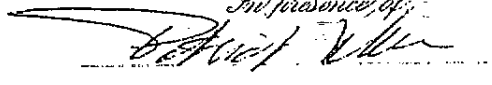
(Registered Agent)

DATE JUNE 24TH, 1998.

For Value Received: I hereby sell, assign and transfer
unto AISSA MASFORROLL
FIVE HUNDRED (500) COMMON *Shares*
represented by the within Certificate, and do hereby
irrevocably, constitute, and appoint:

AISSA MASFORROLL *(Worney*
to transfer the said Shares on the books of the within named
Corporation, with full power of substitution in the premises:

Dated: MAY 14 19 98

In presence of:



Luis Masforroll

NOTICE: THE SIGNATURE OF THIS ASSIGNMENT
MUST CORRESPOND WITH THE NAME AS WRITTEN UPON THE
FACE OF THE CERTIFICATE. IN EVERY PARTICULAR, WITHOUT
ALTERATION OR ENLARGEMENT OR ANY CHANGE WHATSOEVER.