P00000066601

Cuba-Club, Inc.

150 West Flagler Street
Museum Tower 1565
Miami, Florida 33130

Office (305) 372-0946
Fax (305) 372-0947
E-mail: Cubaclub@aol.com

May 30, 2001

000004338340--5
-06/01/01--01084--011
*****35.00 *****35.00

Amendment Section
DIVISION OF CORPORATIONS
P.O. Box 6327
Tallahassee, FL 32314

Re: Name Change to Habana Club, Inc.

Dear Amendment Section:

Please find enclosed the amendment for a corporate name change pursuant to the requirements of Section 607.1006, Fla. Stat. We also are enclosing the filing fee of $35.00 to pay for this amendment.

We thank you for your kind attention to this matter. If you need more information, please do not hesitate to contact me. I sincerely appreciate your attention to this matter.

Sincerely,

Martin A. Feigenbaum
Vice-President

MAF:cf
encl.

FILED
01 JUN 18 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NC

JUN 19 2001

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150 West Flagler Street
Museum Tower 1565
Miami, Florida 33130

Office (305) 372-0946
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June 14, 2001

Ms. Thelma Lewis
Amendment Section
DIVISION OF CORPORATIONS
P.O. Box 6327
Tallahassee, FL 32314

Re: Name Change to Habana Club, Inc.

Dear Ms. Lewis:

Thank you for speaking with me on Thursday. Per our telephone conversation, please find enclosed a return of our original paperwork for the name change.

I understand from our conversation that we as owners of the Florida trademark for this name would be entitled to use it as our corporate name. Because another entity unrelated to us incorporated with the same name subsequent to our trademark registration, we understand that name assignment to that other entity should be revoked. We understand that your Office will be working on that matter.

We thank you for your kind attention to this matter. If you need more information, please do not hesitate to contact me.

Sincerely,

Martin A. Feigenbaum
Vice-President

MAF:cf
encl.

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 11, 2001

MARTIN A. FEIGENBAUM
CUBA-CLUB, INC.
150 WEST FLAGLER STREET, SUITE 1565
MIAMI, FL 33130

SUBJECT: CUBA-CLUB, INC.
Ref. Number: P00000066601

We have received your document for CUBA-CLUB, 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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: 401A00035661

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

01 JUN 18 AM 10: 30
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CUBA-CLUB, 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 I-NAME
The name of the corporation shall be:
HABANA CLUB, INC.

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:

N/A

THIRD: The date of each amendment's adoption: JUNE 1, 2001.

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

- [x] 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 30th day of May, 2001.

Signature Martin A. Feigenbaum, Vice-President
(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)

MARTIN A. FEIGENBAUM
Typed or printed name

VICE-PRESIDENT
Title