

**COMPREHENSIVE  
BUSINESS SERVICES**

ACCOUNTING

OUTSOURCING

TAX SERVICES

CONSULTATION

8181 N.W. 36th Street • Suite 18 • Miami, FL 33166 • Phone: (305) 594-2637 • Fax: (305) 594-2639 • Email: compbusvcs@aol.com

P00000090175

November 3, 2000

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

000003481670--2  
-11/30/00-01079-019  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

RE: General Watch Co., Inc.

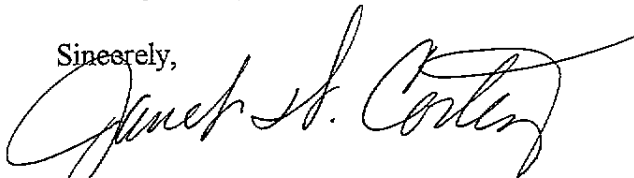
Dear Sir/Madam:

Please find enclosed three copies of the Articles of Amendment to Articles of Incorporation for the above-referenced corporation. A check in the amount of \$43.75 is enclosed to cover the filing fee and to obtain a certified copy. Please return the copy to:

Janet W. Cortez  
Comprehensive Business Services  
8181 N.W. 36th St., Ste. 18  
Miami, FL 33166

Thank you very much for your kind attention.

Sincerely,



Janet W. Cortez  
President

FILED  
01 FEB 12 AM 11:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

~~287108~~

Amend + n/c

T BROWN FEB 16 2001



**FLORIDA DEPARTMENT OF STATE**  
**Katherine Harris**  
**Secretary of State**

December 6, 2000

**JANET W. CORTEZ**  
**COMPREHENSIVE BUSINESS SERVICES**  
**8181 N.W. 36TH STREET, SUITE 18**  
**MIAMI, FL 33166**

**SUBJECT: GENERAL WATCH COMPANY, INC.**  
**Ref. Number: P00000090175**

We have received your document for **GENERAL WATCH COMPANY, INC.** and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Our records indicate the current name of the entity is as it appears on the enclosed computer printout. Please correct the name throughout the document.

The date of adoption of each amendment must be included in the document.

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) 487-6869.

Teresa Brown  
Corporate Specialist

Letter Number: 900A00061682

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

GENERAL WATCH COMPANY, INC.

FILED  
01 FEB 12 AM 11:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*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 adopted: **ARTICLE I** is being amended as follows:

The name of the Corporation is GENERAL WATCH CO., INC.

**SECOND:** Amendment adopted: **ARTICLE IX** is being amended as follows:

The names and address of the Board of Directors of the Corporation, who shall hold office for this year, or until their successors are chosen, are:

Montres Grenacher S.A.  
1, Chemin des Lecheres  
1217 Meyrin, Switzerland

Oscar C. Valdes  
14821 S.W. 178 Terrace  
Miami, FL 33187

**THIRD:** Amendment adopted: **ARTICLE X** is being amended as follows:

The names and addresses of the Officers of the Corporation who shall hold office for this year, or until their successors are chosen by the Board of Directors in accordance with the bylaws, are:

Montres Greancher, S.A.  
1, Chemin des Lecheres  
1217 Meyrin, Switzerland

President and Treasurer

Oscar C. Valdes  
14821 S.W. 178 Terrace  
Miami, FL 33187

Vice-President and Secretary

**FOURTH:** Amendment adopted: **ARTICLE XII** is being amended as follows:

The names and addresses of the subscribers to these Articles of Incorporation and the number of shares of common stock they agree to take are:

Montres Grenacher, S.A. 98 Shares or 98%  
1, Chemin des Lecheres  
1217 Meyrin, Switzerland

Oscar C. Valdes 2 Shares or 2%  
14821 S.W. 178 Terrace  
Miami, FL 33187

**FIFTH:** 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):*

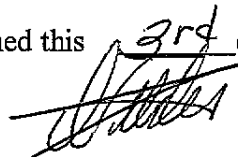
"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_"  
Voting group

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

All of the amendments were adopted on November 3, 2000.

Signed this 3rd day of November, 2000.

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.)

Oscar C. Valdes

Typed or printed name

Vice-President, Director

Title