

P00000107799

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BASIC AMENDMENT

BE-ZE, INC.

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Amendment

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 6, 2001

BE-ZE, INC.
757 ARTHUR GODFREY ROAD
MIAMI BEACH, FL 33140

SUBJECT: BE-ZE, INC.
REF: F00000107799

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

According to our records, the officers and directors are listed in Article VIII of the Articles of Incorporation. Please correct your document accordingly.

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) 487-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: H01000023824
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**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
OF**

HO1- 23824

BE-ZE, INC.

(Present Name of Corporation)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendments to its articles of incorporation:

FIRST: Amendment(s) adopted: Indicate article number(s) being amended, added or deleted.

- ARTICLE VIII #1: CHANGE PRESIDENT TO - HOOPER J. ALLISON, 757 ARTHUR GODFREY ROAD MIAMI BEACH, FLORIDA 33140**
- #2: CHANGE VICE-PRESIDENT TO- NEUSTEIN CHARLES, 757 ARTHUR GODFREY ROAD, MIAMI BEACH, FLORIDA 33140**

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:

THIRD: The date of each amendment's adoption: 3 / 6 / 01

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

SIGNED THIS 6TH DAY OF MARCH , 2001. SIGNATURE:



(By the Chairman or Vice Chairman of the Board of Directors, President, Incorporator, Director, Registered Agent or other officer if adopted by the shareholders.)

**TYPED OR PRINTED NAME: SERGIO MASSAGLIA
TITLE: PRESIDENT**

HO1-23824

Prepared by Ace Industries, 54 NW 11th ST., MIAMI, FL 33136 (305) 358-2571.