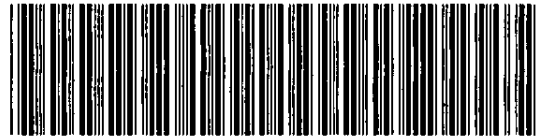


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10/16/08--01023--022 \*\*52.50

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(Address)

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10-22-08

8/1/2008

**COVER LETTER**

ATX1

TO: Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** BAPC Electronics, Inc.

**DOCUMENT NUMBER:** P07000060759

The enclosed **Articles of Amendment** and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Oscar R. Aguilar, EA.  
(Name of Contact Person)

O&P Tax-Accounting Corp.  
(Firm/ Company)

11890 SW 8th Street, PH VII  
(Address)

Miami, FL 33184  
(City/ State and Zip Code)

For further information concerning this matter, please call:

Oscar R. Aguilar, EA. at 305-223-4747  
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

\$35 Filing Fee

\$43.75 Filing Fee &  
Certificate of Status

\$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

\$52.50 Filing Fee  
Certificate of Status  
Certified Copy  
(Additional Copy  
is enclosed)

**Mailing Address**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**  
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

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TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION  
OF  
BAPC ELECTRONICS, INC.  
(P07000060759)

PURSUANT TO THE PROVISIONS OF SECTIONS 607.1006 OF THE FLORIDA STATUTES, THIS FLORIDA PROFIT CORPORATION ADOPTS THE FOLLOWING AMENDMENTS TO ITS ARTICLES OF INCORPORATION:

ARTICLE VII – THE OFFICERS AND DIRECTORS OF THE CORPORATION ARE:

NAME: MARLENE DE JESUS (PRESIDENT) (ADDITION)  
LAST NAME: CHALLOUT BEZE  
ADDRESS: 7835 LAKESIDE BOULEVARD  
NUMBER 961  
BOCA RATON, FL 33434


NAME: BERARDO A. (DIRECTOR) (CHANGE) (ADDITION)  
LAST NAME: PUCCI  
ADDRESS: 7835 LAKESIDE BOULEVARD  
NUMBER 961  
BOCA RATON, FL 33434

THE DATE OF EACH AMENDMENT ADOPTION: **AUGUST 1, 2008.**

THE AMENDMENTS WERE APPROVED BY THE SHAREHOLDERS.

THE NUMBER OF VOTES CAST FOR THE AMENDMENTS WERE SUFFICIENT FOR APPROVAL.

THE UNDERSIGNED HAS EXECUTED THESE AMENDMENTS TO THE ARTICLES OF INCORPORATION ON THIS **AUGUST 1, 2008.**

(x)   
MARLENE DE JESUS CHALLOUT BEZE  
PRESIDENT

## LETTER OF RESIGNATION

AUGUST 1, 2008.

TO:  
THE BOARD OF DIRECTORS OF  
BAPC ELECTRONICS, INC.  
7835 LAKESIDE BOULEVARD  
NUMBER 961  
BOCA RATON, FL 33434

I HEREBY TENDER MY RESIGNATION AS PRESIDENT OF BAPC ELECTRONICS, INC., FLORIDA CORPORATION #P07000060759, EFFECTIVE TODAY.

FOR US\$6,000.00 RECEIVED, I SELL AND HEREBY TRANSFER ALL MY CORPORATE INTEREST OF 100 SHARES (\$1.00 PAR VALUE REPRESENTING 100% OF THE CORPORATE COMMON STOCK) TO MS. MARLENE DE JESUS CHALLOUT BEZE.

I CERTIFY THAT EFFECTIVE IMMEDIATELY I PERMANENTLY DISCONTINUE MY ENGAGEMENT IN ANY PRESENT AND FUTURE TRANSACTIONS OR BUSINESSES RELATED TO THE COMPANY'S PRESIDENCY POSITION. HOWEVER, I WILL REMAIN THE COMPANY'S DIRECTOR OF FINANCE ACTING STRICTLY UNDER THE SUPERVISION OF THE NEW CORPORATE PRESIDENT, AS REQUESTED BY THE NEW BOARD OF DIRECTORS MAINLY COMPOSED BY MS. MARLENE DE JESUS CHALLOUT BEZE.

SINCERELY,

x Berardo Pucci

BERARDO A. PUCCI  
7835 LAKESIDE BOULEVARD  
NUMBER 961  
BOCA RATON, FL 33434