

P33576

<https://cfssl.dos.state.fl.us/scripts/efilcovr.exe>

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

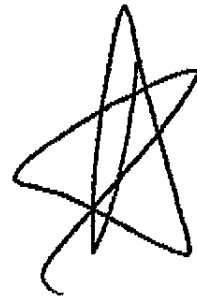
Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H99000010042 2)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 922-4000

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770



BASIC AMENDMENT

BARBIZON INTERNATIONAL, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$43.75

99 APR 29 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Name Change

4/29/99
DC

4/28/99 10:31 AM

H99000010042

⑤
PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

1. BARBIZON INTERNATIONAL, INC.
Name of corporation as it appears on the records of the Department of State.
2. Delaware
Incorporated under laws of
3. April 12, 1991
Date authorized to do business in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? April 6, 1999
5. LOUJA MANAGEMENT, INC.
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration.

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

Louis J. Appignani
Signature
Louis J. Appignani
Typed or printed name

4/20/99
Date
Chairman
Title

99 APR 29 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Ronald R. Fieldstone, Esq.,
200 S. Biscayne Blvd. # 2100
Miami, FL 33131
(305) 982-1555
FBN0. 180299

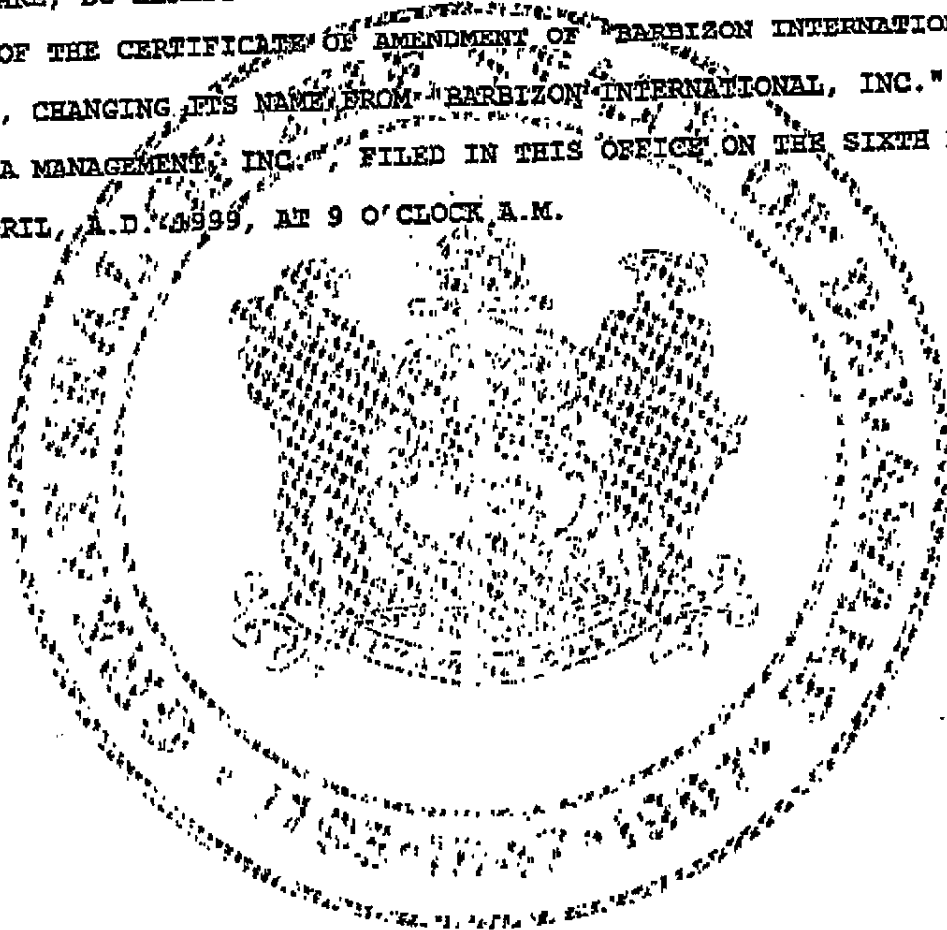
H99000010042

State of Delaware
Office of the Secretary of State

H99000010042

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "BARBIZON INTERNATIONAL, INC.", CHANGING ITS NAME FROM "BARBIZON INTERNATIONAL, INC." TO "LOUJA MANAGEMENT, INC.", FILED IN THIS OFFICE ON THE SIXTH DAY OF APRIL, A.D. 1999, AT 9 O'CLOCK A.M.



Edward J. Freel

Edward J. Freel, Secretary of State

0660826 8100
991154886

AUTHENTICATION: 9697517

DATE: 04-20-99

H99000010042

H99000010042

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 04/06/1999
991136606 - 0660826

STATE OF DELAWARE
CERTIFICATE OF AMENDMENT OF
CERTIFICATE OF INCORPORATION
OF BARBIZON INTERNATIONAL, INC.

First: That at a meeting of the Board of Directors of Barbizon International, Inc., a Delaware corporation, which Certificate of Incorporation was filed August 1, 1967, and recorded in the Recorder's Office at Wilmington, Kent County, Delaware, in Corporation Records, Volume 34, Page 475, and Certificate of Amendment filed September 9, 1969 and recorded in the Recorder's Office at Wilmington, Kent County, Delaware, in Corporation Records, Volume 38, Page 152, resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment as follows:

Resolved, that the Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered "First" so that, as amended, said Article shall be and read as follows:

The name of the corporation is LOUIA MANAGEMENT, INC.

Second: That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said corporation was duly called and held, upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.

Third: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

Fourth: That the capital of said corporation shall not be reduced under or by reason of said amendment.

In Witness Whereof, this certificate has been subscribed this 22 day of March, 1999.

By:

Louis J. Appierani
Chairman

By:

Barry B. Wolff
Secretary

H99000010042

H99000010042

STATE OF FLORIDA

COUNTY OF Palm Beach

SS:

BEFORE ME, the undersigned authority personally appeared Louis J. Appignani, as President of Barbizon, International, Inc., a Delaware corporation, who is personally known to me or who has produced _____ as identification and who did take an oath, acknowledged before me that he executed the foregoing instrument for the purposes herein expressed.

WITNESS MY HAND and official seal at Palm Beach County, Florida, this 26th day of March, 1999.



Linda L. Fennell
My Commission C6594204
Expires January 3, 2001

Linda L. Fennell
Signature

Linda Fennell
Print (Notary's Name)
Notary Public, State of Florida

Notarial Seal:

STATE OF FLORIDA

COUNTY OF Palm Beach

SS:

BEFORE ME, the undersigned authority personally appeared Barry B. Wolff, as Secretary of Barbizon, International, Inc., a Delaware corporation, who is personally known to me or who has produced _____ as identification and who did take an oath, acknowledged before me that he executed the foregoing instrument for the purposes herein expressed.

WITNESS MY HAND and official seal at Palm Beach County, Florida, this 26th day of March, 1999.



Linda L. Fennell
My Commission C6594204
Expires January 3, 2001

Linda L. Fennell
Signature

Linda Fennell
Print (Notary's Name)
Notary Public, State of Florida

Notarial Seal:

NOTARIAL SEAL: BARBIZON International, Inc.
63/25/99 04:07 PM

H99000010042