

P92000008265

VARGAS, PIEDRA & CO.
CERTIFIED PUBLIC ACCOUNTANTS

MEMBERS
AMERICAN AND FLORIDA
INSTITUTE OF
CERTIFIED PUBLIC ACCOUNTANTS

SUITE 516
LE JEUNE CENTRE
780 N.W. LE JEUNE ROAD
MIAMI, FLORIDA 33126
TELEPHONE
(305) 443-7122

July 31, 1997

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Fl 32314

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-08/14/97--01111--009
*****87.52 *****87.52

RE: Miami Warehouse Corporation.

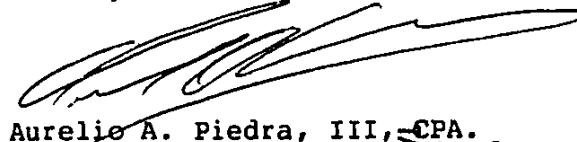
Gentlemen:

Enclosed is the articles of amendment of the articles of incorporation of Miami Warehouse Corporation., and a check for \$87.52, 35.00 to cover the filing fee and \$52.52 for a certified copy of the articles of amendment. Please mail it to: Vargas, Piedra & co., 780 N.W. Le jeune Road, Suite 516, Miami, Fl 33126.

If you have any further questions, please do not hesitate to give us a call.

Truly yours,

VARGAS, PIEDRA & CO.



Aurelio A. Piedra, III, CPA.

AAP/ml

Enclosures

FILED
97 AUG 14 AM 9:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend E Name Change

LFT

8-21-97

FILED

97 AUG 14 AM 9:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDMENT

MIAMI WAREHOUSE CORPORATION

AFTER A STOCKHOLDER MEETING HELD ON JULY 31, 1997, IT WAS RESOLVED THAT THE CORPORATE NAME AS REGISTERED NOW, "MIAMI WAREHOUSE CORPORATION, SHALL BE AMENDED TO READ:

PALACE RESORTS, INC.

THIS NAME SHALL BE REGISTERED WITH THE FLORIDA SECRETARY OF STATE.

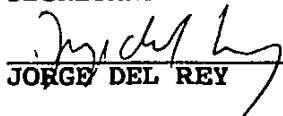
ARTICLE III

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE: 2125 W. OKEECHOBEE RD., HIALEAH, FL 33010.

ARTICLE V SHOULD READ:

THE OFFICERS OF THE CORPORATION SHALL BE:

JORGE DEL REY
2125 W. OKEECHOBEE ROAD
HIALEAH, FL 33010
PRESIDENT,
VICE-PRESIDENT,
TREASURER &
SECRETARY


JORGE DEL REY

STATE OF FLORIDA
COUNTY OF DADE

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED AND SWORN TO BEFORE ME THIS 31ST DAY OF JULY OF 1997 BY JORGE DEL REY OF PALACE RESORTS, INC.


DAIRIS C. IGLESIAS
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC576956
MY COMMISSION EXP. 8-13-2000

