

P98000028957

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LAZARUS CORPORATE FILING SERVICE, INC.

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(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

- 1. Sejo plus direction  
(Corporation Name) (Document #)
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DIVISION OF CORPORATION  
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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials CC



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

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98 MAY 13 PM 2:53  
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May 12, 1998

LAZARUS CORPORATE FILING SERVICE, INC.

TALLAHASSEE, FL

SUBJECT: SEXO PLUS DIRECT, INC.  
Ref. Number: P98000028957

We have received your document for SEXO PLUS DIRECT, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The date of adoption of this document must be a date on or prior to submitting the document to this office, and this date must be specifically stated in the document. If you wish to have a future effective date, you must include the date of adoption and the effective date. The date of adoption is the date the document was approved.

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) 487-6903.

Cheryl Coulliette  
Document Specialist

Letter Number: 398A00026261

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DIVISION OF CORPORATIONS  
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ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

SEXO PLUS DIRECT, INC.

(present name)

Pursuant to the provisions of section 401-4.06, Florida Statute, this corporation adopts the following articles of amendment to its articles of incorporation:

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

Article VIII This Corporation shall have(5) directors:

Barbara Mosquera	.....	President
Caridad Gomez	.....	Vice-Pres
Ciro Espinosa	.....	Secretary
Gaspar Betancourt	.....	Treasurer
Elena Betancourt	.....	Vice- Trea

Article XI This corporation shall have one (5) officers and directors:

Shares Of Capital Stock of this Corporation  
Shall Be Issued as follows:

Barbara Mosquera	.....	28	1/3	Shares
Ciro Espinosa	.....	28	1/3	Shares
Cary Gomez	.....	28	1/3	Shares
Gaspar Betancourt	.....	7	1/2	Shares
Elena Betancourt	.....	7	1/3	Shares

SECOND: If an amendment provides for an exchange, reclassification or cancellation or 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: 4-1-98

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.

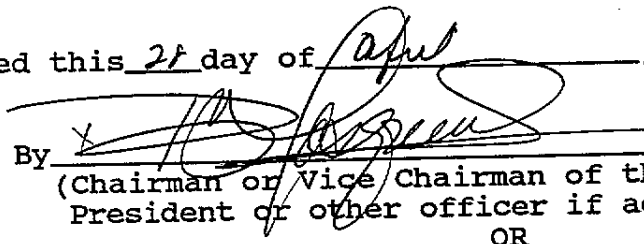
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

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

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

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Singed this 21 day of April, 1991.

By   
(Chairman or Vice Chairman of the Board of Directors,  
President or other officer if adopted by the shareholders)

OR

(A director or incorporator if adopted by the directors  
or Incorporators)

Barbara Mosquera  
(Typed or printed name)

President  
(Title)