

S 67503

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O.Box 6327
Tallahassee, FL 32314

400002929124--8
-07/12/99--01125--008
*****35.00 *****35.00

ALEX'S PLACE, INC.

SUBJECT: _____

Enclosed is an original and one copy of the Articles of Amendment to Articles of Incorporation of ALEX'S PLACE, INC. (S67503) and a check of \$ 35.00 for filing fee. Please return the second copy with filing notification.

FROM: _____
Kalkas Business Services
Name
121 SE 1st Street, Suite 810
Address
Miami, FL 33131
City, State, Zip
(305) 577-9716
Area Code and Phone Number (Daytime)

99 JUL 12 PM 4:41
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amended
2-16-99
BAS

ARTICLES OF AMENDMENT
OF
Alex's Place, Inc.


The undersigned subscribers to these Articles of Amendment, natural persons competent to contract, hereby amend the corporation under the laws of the State of Florida.

FIRST.-DIRECTORS AND OFFICERS: The names of the officers and directors are: Roxana Balarezo, President, Treasurer and Director and John William Baeza, Secretary and Director.


SECOND.-AMENDMENT: The shareholders and directors of the corporation adopted the following amendment: The officers and directors of the corporation shall be changed to: Alvary Jose de Borba, President, Secretary, Treasurer and Director. Rochelle V. Dos Santos, Director. Francisco de Castro E. Silva, Director. Betania Gomes de Castro E Silva, Director.

THIRD.-DATE OF ADOPTION OF AMENDMENT: The date of the adoption of the amendment by the shareholders is June 28th, 1999.

IN WITNESS WHEREOF, the undersigned have made, subscribed and acknowledged these Articles of Amendment this 28th day of June, 1999.



John William Baeza,
Secretary



Roxana Balarezo,
President & Treasurer

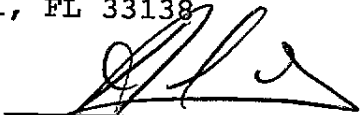
Pursuant to the provisions of Section 607.0502 and 607.1508, Florida Statutes, the above named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors and all shareholders. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of Section 607.0505, Florida Statutes.

Name and Address of Current
Registered Agent & Office

Roxana Balarezo
780 NE 69th St., Apt 1105
Miami, FL 33138

Name and Address of New
Registered Agent & Office

Alvary Jose de Borba
857 Washington Avenue
Miami Beach, FL 33139



Alvary Jose de Borba, New Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED