

S 85340

American Packing & Crating Corp.
7186 NW. 127th St.
Miami, FL 33126

City/State/Zip

Phone #

Office Use Only

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

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in
 Pick up time _____
 Certified Copy
 Mail out
 Will wait
 Photocopy
 Certificate of Status

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

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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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN 15 PM 12:48

TLL JAN 23 1997

Examiner's Initials	
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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN 15 PM 12:48

AMERICAN PACKING & CRATING CORP.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit 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)

ISSUANCE OF COMMON STOCK

The following Amendment is a confirmation to the cancellation of the shares of Stock formerly belonging to Mr. Vladimir Acta (60,000 Shares) and Mr. Mario Letelier (60,000 Shares), because as January 1st./96 they sold to Mr. Ramon Martinez, ONLY OWNER of Shares of Stock of the Corporation American Packing & Crating Corp. so far, all their interests in it. Please see attached document, copy of the original, which will be part of this new Amendment.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

Self explained above.

THIRD: The date of each amendment's adoption: As 02/02/96 The Board of Dir. was done

FOURTH: Adoption of Amendment(s) (CHECK ONE)

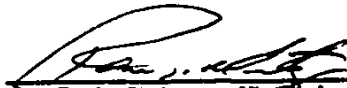
- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled 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.

Signed this 24th. day of December, 19 96

Signature



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

Ramon Martinez Pres. D.
SS #563-85-8892

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Typed or printed name

Title

Know All Men by These Presents, That Mario Letellier and Vladimir Acta, as only Share-holders with 100% Shares of Stocks of the Corp. of the AMERICAN PACKING & CRATING CORP, in the County of Dade, City of Miami and State of Florida, U.S.A. of the first part, for and in consideration of the sum of

FIFTY THOUSAND (50,000.00-\$)----- Dollars lawful money of the United States, to been paid by RAMON MARTINEZ SS#563-85-8892 of Miami, Florida in the County of Dade----- of the second part, the receipt whereof is hereby acknowledged, he ve granted, bargained, sold, transferred and delivered, and by these presents do es grant, bargain, sell, transfer and deliver unto the said party of the second part, and their Heirs,----- executors, administrators and assigns, the following goods and chattels: All 100% Shares of Stocks At an actual outstanding value of FIFTY THOUSAND DOLLARS (\$50,000.00) for All 120,000 Shares of Stock of the Said Corporation, AMERICAN PACKING & CRATING CORP. of the State of Florida. Based on the Balance Sheet dated as December 31st. of 1.995 which was the Day of Closing of this transaction.

Total AMOUNT of this transaction: FIFTY THOUSAND DOLLARS (\$50,000.00)

Furthermore, here is to be acknowledge that having sold All THEIR INTERESTS in such Corporation, Mr. Mario Letellier and Mr. Vladimir Acta, duly resign any Position that already They will have in the Corporation or it business, and reverted such positions and their responsibilities in the known Person who have purchased their Shares, Mr. Ramon Martinez.

Finally after this transaction, the only owner of Shares of Stock of AMERICAN PACKING & CRATING CORP is:

Ramon Martinez with 100% of the 120,000 valued at (\$50,000.00) FIFTY THOUSAND DOLLARS.

To Have and to Hold the same unto the said party of the second part,, His Heirs executors, administrators and assigns forever.

AND he do , for himself and His heirs, executors and administrators, covenant to and with the said party of the second part, Their executors, administrators and assigns, that they are the lawful owners of the said goods and chattels; that they are free from all encumbrances; that they have good right to sell the same aforesaid, and that They will warrant and defend the sale of the said property, goods and chattels hereby made, unto the said party of the second part , his heirs, executors, administrators and assigns against the lawful claims and demands of all persons whomsoever.

In Witness Whereof, They ha ve hereunto set theirs hands and seal s this 1st. day of January , one thousand nine hundred and Ninety Six.

Signed, sealed and delivered in presence of us:

Witness: Deifin Perez

Mario Letellier (SEAL)
Vladimir Acta (SEAL)