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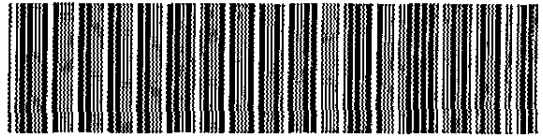
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SECRETARY OF STATE  
TALLAHASSEE, FL 32399

Amend  
T. Lewis 11/12/02



KAYE BROS., INC.  
*Wholesale Meats and Provisions*

October 29, 2002

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

Reference: Filing Articles of Amendment

Corporation: Kaye Bros, Inc.

Dear Sir/Madam,

Please accept this letter as a request to file articles of amendment to Kaye Bros, Inc. Enclosed are the waiver of notice of special meeting of Shareholders and Directors, the minutes of special meeting which lists all the articles of amendment and a check for the amount of \$43.75 as remittance for filing fee and for a certified copy of these amendments.

If there are any questions, please call me at (305) 653-2880. Thank you for your prompt attention to this matter.

Sincerely,

Alex Caras  
President

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION

DOCUMENT NUMBER OF CORPORATION: 389213

MINUTES OF SPECIAL MEETING OF THE SHAREHOLDERS AND  
DIRECTORS OF KAYE BROS., A FLORIDA CORPORATION

A Special Meeting of the Shareholders and Directors of KAYE BROS., INC., a Florida corporation, was held at 590 N.E. 185<sup>th</sup> Street, North Miami Beach, Florida, on the 11<sup>th</sup> day of October, 2002, at 10:00 A.M. in the forenoon.

PRESENT: ALAN KRUTCHIK, Director, and ALEX CARAS President, and ROSIE SHEN, acting as Secretary of the corporation.

ALAN KRUTCHIK, acting as Chairman, and ROSIE SHEN acted as Secretary of this meeting.

ALAN KRUTCHIK, acting as Chairman, presented and read to the meeting a Waiver of Notice as to the Special Meeting of said corporation.

Upon motion duly made, seconded and unanimously carried, it was

RESOLVED, that said Notice of Waiver of Special Meeting be spread at length upon the Minutes.

ALAN KRUTCHIK then advised that this meeting was called for the following purposes:

1. To accept the resignation of Madaline Lawrence effective October 11, 2002, as Vice President.
2. To accept the resignation of Gerald Elstein effective October 11, 2002, as Vice President.
3. To elect Joseph King as Vice President effective October 11, 2002.
4. To elect Joseph King to the Board of Directors.
5. To add Joseph King as a signer on the corporate checking account.

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TALLAHASSEE, FLORIDA

6. To elect Rosie Shen as Secretary/Treasurer effective October 11, 2002.
7. To elect Rosie Shen to the Board of Directors.
8. To add Rosie Shen as a signer on the corporate checking account.

Upon Motion duly made, seconded and unanimously carried,  
it was

RESOLVED, that the Corporation has hereby voted to  
approve the following:

1. All of the proposals set forth in paragraphs 1  
through 8 are hereby approved, adopted, ratified,  
and deemed authorized by the Corporation.

There being no further business the meeting was  
adjourned.

Dated this 11<sup>th</sup> day of October, 2002.

  
\_\_\_\_\_  
ALAN KRUTCHIK, Shareholder and Director

  
\_\_\_\_\_  
ALEX CARAS, President and Director



**KAYE BROS., INC.**

*Wholesale Meats and Provisions*

**WAIVER OF NOTICE OF SPECIAL MEETING OF  
THE SHAREHOLDERS AND DIRECTORS OF  
KAYE BROS., INC., A FLORIDA CORPORATION**

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We, the undersigned, being Shareholders and Directors of KAYE BROS., INC., a Florida corporation, do hereby waive all Notice of a Special Meeting of the Shareholders and Directors of said corporation and do hereby consent that the 11<sup>th</sup> day of October, 2002, at 10:00 A.M. and that 590 N.E. 185<sup>th</sup> Street, North Miami Beach, Florida, be and the same is hereby fixed as the time and place for holding same to consider the following: For the purpose of accepting the resignations of Madaline Lawrence and Gerry Elstein as Vice Presidents effective October 11, 2002, for electing Joseph King as Vice President effective October 11, 2002, for electing Joseph King to the Board of Directors, to add Joseph King as a signer on the on the corporate checking account, for electing Rosie Shen as Secretary and Treasurer, for electing Rosie Shen to the Board of Directors, to add Rosie Shen as a signer on the corporate account, and for such other business as may lawfully come to be heard.

DATED this 11<sup>th</sup> day of October, 2002.

ALAN KRUTCHIK, Shareholder/Director

ALEX CARAS, President/Director