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September 20, 1999

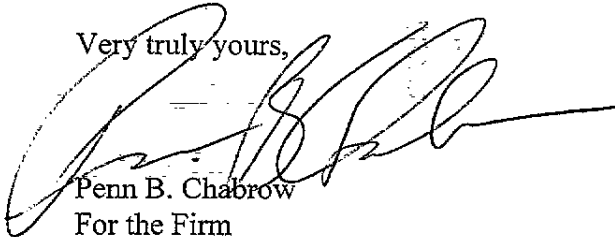
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

9000002993339--8  
-09/22/99--01034--002  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Carib Sales, Inc.

Enclosed for filing are the Articles of Amendment of Carib Sales, Inc. and the Certificate of Corporate Resolution along with our check in the amount of \$35.00 which represents the filing fee for same. Please return the enclosed copy "time stamped" showing the recordation.

Very truly yours,



Penn B. Chabrow  
For the Firm

PBC:pah  
Enclosures

FAClients\2351\CORPLTT-SEC

FILED  
99 SEP 22 PM 12:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Att. 11/10  
#11/10  
200  
9/27

**ARTICLES OF AMENDMENT  
OF  
CARIB SALES, INC.**

**FILED**  
99 SEP 22 PM 12:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

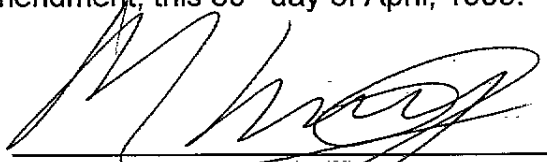
1. Article III of the Articles of Incorporation of CARIB SALES, INC. is hereby amended to read:

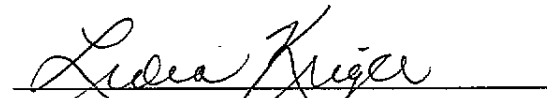
**ARTICLE III**

**STOCK** The maximum number of shares outstanding at any one time shall be 10,000 shares of common voting stock at par value of six (6¢) cents per share.

2. The foregoing amendment was unanimously adopted by all of the shareholders of this corporation on the 30<sup>th</sup> day of April, 1999, which is to be the effective date for accounting purposes.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment, this 30<sup>th</sup> day of April, 1999.

  
\_\_\_\_\_  
MOISES KRIGER, President

  
\_\_\_\_\_  
LIDIA KRIGER, Secretary

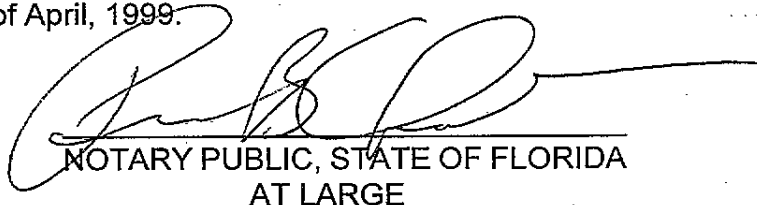
STATE OF FLORIDA :

COUNTY OF MIAMI-DADE :

BEFORE ME, a notary public authorized to take acknowledgments in the State and county set forth above, personally appeared MOISES KRIGER and LIDIA KRIGER, known to me personally known or identified to me by valid Florida drivers' licenses, to be the persons who executed the foregoing Articles of Amendment, and they acknowledged before me that they executed same in their capacity as President and Secretary of CARIB

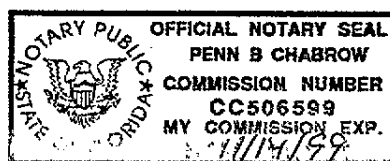
SALES, INC.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the state  
and county aforesaid this 30 day of April, 1999.

  
NOTARY PUBLIC, STATE OF FLORIDA  
AT LARGE

My Commission Expires:

F:\CLIENTS\2351\CORP\ATC-AMD




**CERTIFICATE OF CORPORATE RESOLUTION**

I, LIDIA KRIGER, Secretary of CARIB SALES, INC., a corporation organized under the laws of the State of Florida, hereby certify that at a Special Meeting of the Shareholder of this corporation, held on the 30<sup>th</sup> day of April, 1999, in Miami, Florida, the following resolution was unanimously adopted by all of the shareholders with regard to recapitalization of the common voting stock of the corporation:

RESOLVED, that the capital structure of the corporation be amended to provide for authorized stock to be Ten Thousand (10,000) shares of common capital stock with a par value of six (6¢) cents per share;

RESOLVED FURTHER that the corporation's officers take such action as is appropriate to amend the Articles of Incorporation of the corporation to reflect the recapitalization and file said amendment with the Secretary of State, State of Florida.

WITNESS my hand and the official seal of the corporation this 30<sup>th</sup> day of April, 1999.

  
LIDIA KRIGER, Secretary