

LAW OFFICES
Michael J. Freeman, P. A.
 153 Sevilla Avenue
 Coral Gables, Florida 33134

Reply to: P.O. Box 140668
 Coral Gables, FL 33114-0668

Tel. 305-442-1567
 Fax 305-442-1227

A97000002086

October 3, 1997

Secretary of State
 Division of Corporations
 P.O. Box 6327
 Tallahassee, Florida 32314

FILED
 97 OCT 16 AM 11:39
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 700002328907--5
 -10/20/97--01056--015
 *****52.50 *****52.50

RE: Omnia Group International, Inc. (P97000081415)
 Agram Limited, a Florida Limited Partnership
 (A97000002086)

Gentlemen:

This letter is to confirm that I represent Paula Zukov, President of Omnia Group International, Inc. /

Enclosed please find the Articles of Amendment to the Articles of Incorporation requesting the name change to Agram, Inc. Enclosed is my office check in the amount of \$35.00. /

Enclosed please find the Certificate of Amendment to the Certificate of Limited Partnership of Agram Limited requesting the name change to Omnia Group, Ltd. and my office check in the amount of \$52.50. /

Omnia Group International, Inc., which will be known as Agram, Inc. is the general partner of Agram Limited. /

Michael J. Freeman GAVE

Please do not hesitate to contact me with any questions you may have regarding these two name changes.

CORRECT name
 DATE 10/17/97

Very truly yours,

MICHAEL J. FREEMAN

Name	<u>Yelt</u>
Availability	<u>10/17</u>
Document Examiner	<u>Yelt</u>
Updater	<u>Yelt</u>
Updater Verifier	<u>Yelt</u>
Approved by	<u>Yelt</u>
W. P. Verifier	<u>Yelt</u>

I have read the foregoing letter and agree with the information contained herein.

Paula Zukov
 Paula Zukov

FILING 52.50
 X COPY _____
 R. AGENT _____
 TOTAL 52.00
 BALANCE DUE \$ _____
 REFUND \$ _____

RECEIVED
 97 OCT -9 AM 8:43
 DIVISION OF CORPORATIONS

A97000002086



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 10, 1997

MICHAEL J. FREEMAN, P.A.
P.O. BOX 140668
CORAL GABLES, FL 33114-0668

SUBJECT: AGRAM LIMITED
Ref. Number: A97000002086

We have received your document for AGRAM LIMITED and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name you are changing the partnership to is not available. We have a Florida corporation by the name of The Omnia Group Incorporated.

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) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 497A00049752

N/G

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153 Sevilla Avenue
Coral Gables, Florida 33134

Reply to: P.O. Box 140668
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October 15, 1997

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399
Attn: Brenda Tadlock, Supervisor
Limited Partnership Section

VIA FEDERAL EXPRESS
2556767205

RE: Name Change: Agram Limited, a Florida Limited Partnership
(A97000002086)

Dear Ms. Tadlock:

It was good speaking with you today, and special thanks for taking the initiative to call me back when you received the corporate name change for Omina Group International, Inc. /

Enclosed please find a copy of the October 10, 1997 letter and the original Certificate of Amendment and my office check #10183, from Diane Cushing at the Department of State. /

As discussed, this is a simultaneous change of names by a General Partner and the Limited Partnership. I would appreciate your coordinating this change. /

If you have any questions, please do not hesitate to contact me.

Very truly yours,



MICHAEL J. FREEMAN

CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
AGRAM LIMITED

FILED
97 OCT 16 AM 11:39
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to Florida Statute the Certificate of Limited Partnership of AGRAM LIMITED is hereby amended as follows:

FIRST: Amendment adopted: Name changed to:

OMNIA GROUP INTERNATIONAL, LTD.

SECOND: The original Certificate of Limited Partnership was filed with the Secretary of State on September 25, 1997 at 9:15 a.m.

THIRD: The date of the amendment's adoption will be effective at the time of filing.

IN WITNESS WHEREOF, the undersigned general partner of Agram Limited, has executed this Certificate of Amendment this 3rd day of October, 1997.

GENERAL PARTNER:

AGRAM, INC., f/k/a
OMNIA GROUP INTERNATIONAL, INC.
a Florida corporation

By: 
Paula Zukov, President