

F01000002451

THE QPB CORPORATION

P. O. Box 816727
Hollywood, Fla. 33081
(954) 985-1768

18 July 2001

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

RE: Corporate Amendment

Dear Sirs:

Enclosed please find the original and one copy of the recent amendment to the corporate resolutions for the above captioned corporation along with a check in the amount of \$43.75, which covers the cost of recording and returning a certified copy of the recorded document.

Thank you for your prompt attention to this request.

Very truly yours,

Connie Farrell Maggio

Connie Farrell Maggio

Enclosures

Cc: The QPB Corporation

/cfm

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*****43.75 *****43.75

Amend
7-27-01
AKS

RECEIVED
TALLAHASSEE, FLORIDA

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CERTIFICATE OF CORPORATE RESOLUTION**The QPB Corporation, Inc.**

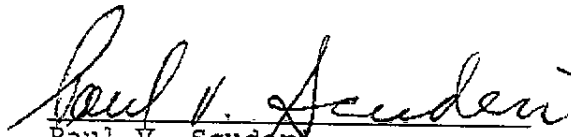
I, Paul V. Scuderi, Secretary of the QPB Corporation, Inc., do hereby certify that at a duly constituted meeting of the Stockholders and Directors of the Corporation held via teleconference on June 20, 2001, it was upon motion duly made and seconded, that it be voted: That Ira Muhlstein be considered to have resigned as President from the corporation. Further, in the immediate future period (6 months) no replacement for said office should be ratified. Rather, the board of Directors and Corporate Officers shall direct the business by committee with all decisions to be made on the basis of majority vote.

It was upon further made and seconded that it be further VOTED: That Jan Weintraub, Treasurer, is authorized, directed and empowered to execute, deliver and undertake all acts reasonably required or incidental to accomplish completion of the licensing and permitting for all county, state and city authorities, all on such terms and conditions as she in her discretion deems to be in the best interest of the corporation.

I further certify that the foregoing votes are in full force and effect this date without rescission, modification or amendment.

Signed under seal this 24th day of June 2001.

Attest:


Paul V. Scuderi

(Corporate Seal)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA