

K82667

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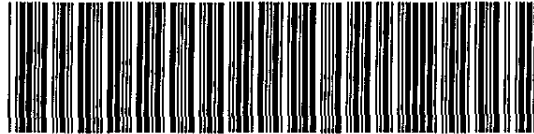
(Business Entity Name)

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Amend

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

1. AVERY SMART, LTD. CORPORATION
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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NEW FILINGS

- Profit
 Not for Profit
 Limited Liability
 Domestication
 Other

AMENDMENTS

- Amendment
 Resignation of R.A., Officer/Director
 Change of Registered Agent
 Dissolution/Withdrawal
 Merger

OTHER FILINGS

- Annual Report
 Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
 Limited Partnership
 Reinstatement
 Trademark
 Other

Examiner's Initials

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
05 APR 29 PM 2:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AVERY STUART, LTD. CORPORATION

(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)

Directors shall now read as follows:

~~DELETED~~ - STEVEN BARR AS REGISTERED AGENT
~~DELETED~~ - STEVEN BARR AS TREASURER / DIRECTOR
~~DELETED~~ - MICHAEL^M LERNER AS PRESIDENT / DIRECTOR
~~DELETED~~ - RAUL XELENTRUCIDO AS VICE PRESIDENT / DIRECTOR

ADD - MICHAEL^M LERNER AS DIRECTOR ONLY

ADD - RAUL XELENTRUCIDO AS DIRECTOR ONLY

ADD - CHARLES CULPEPPER JR. AS PRESIDENT VICE PRESIDENT DIRECTOR

ADD - CHARLES VAN PARIJS AS TREASURER + SECRETARY DIRECTOR

~~DELETE~~ - CORP. ADDRESS 801 BRICKELL BAY DR. LOBBY SUITE TWO

ADD - CORP ADDRESS TO BE 825 BRICKELL BAY DR. SUITE 346, MIAMI FL. 33131

~~DELETE~~ - OFFICERS + DIRECTORS ADDRESS 801 BRICKELL BAY DR. SUITE TWO, MIAMI FL 33131

ADD - OFFICERS + DIRECTORS ADDRESS 825 BRICKELL BAY DR. SUITE 346 MIAMI FL. 33131

New Registered Agent

MICHAEL^M LERNER
825 BRICKELL BAY DR.
SUITE 346
MIAMI FL 33131

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.

THIRD: The date of each amendment's adoption: 4/27/05

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 for each voting group entitled to vote separately on each 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 27 day of April, 2005.

Signature

[Handwritten Signature]

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

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

MICHAEL NEIL LEVNER

Typed or printed name

PRESIDENT / DIRECTOR

Title

Having been named as registered agent and to accept service of process for the stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity.

[Handwritten Signature] MICHAEL NEIL LEVNER

Registered Agent Signature