FROM : D. CHENKIN, ESQ.

PHONE NO.: 9544762382

Oct. 05 2000 09:57AM P1 Page 1 of 2

Division of Corporations

Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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To:

Division of Corporations

: (850) 922-4000 Fax Number

: DAVID A. CHENKIN, P.A. Account Name

Account Number : 120000000115 : (954)476-7994 Phone : (954)476-2382 Fax Number

DIVISION OF CORPORATIONS

BASIC AMENDMENT

AVANTE GROUP INC.

Certificate of Status	11_
Certified Copy	1
Page Count	02
Estimated Charge	\$52,50

FROM : D. CHENKIN, ESQ. 10, 01, 00 10,00 PHONE NO. : 9544762382



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Sacretary of State

October 2, 2000

AVANTE GROUP INC. 4000 HOLLYWOOD BLVD. SUITE 540N HOLLYWOOD, FL 33021

SUBJECT: AVANTE GROUP INC.

REF: K94926

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of a voluntarily dissolved corporation or limited liability company. The name of a voluntarily dissolved Florida corporation or limited liability company is not available for the assumption or use by another entity until 120 days after the effective date of dissolution unless the dissolved entity provides the Department of State with a notarized affidavit, stating they have no intention of revoking the dissolution, therefore, releasing the name for use to another entity.

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) 487-6880.

Karen Gibson Corporate Specialist FAX Aud. #: H00000051971 Letter Number: 400A00052225 FROM : D. CHENKIN, ESQ.

FROM : D. CHENKIN. ESQ.

PHONE NO.: 9544762382

PHONE NO. : 9544762382

Oct. 05 2000 09:58AM P3

Sep. 11 2000 03:25PM P3

H000000519710

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

AVANTE GROUP, INC.

DO OCT -5 MILL 20 SECRETARY OF STATES

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation, specifically, <u>ARTICLE 1-NAME</u>, which is amended as follows:

ARTICLE 1-NAME

The corporate name for the corporation ("corporation") is: AG HOLDINGS, INC.

The date of adoption of this Amendment to Articles of Incorporation of AVANTE GROUP, INC. is the day of <u>October</u>, 2000.

This amendment shall be effective upon the filing of these Articles of Amendment to Articles of Incorporation with the Secretary of State of Florida.

Signed this It day of September, 2000.

SISEL KLURMAN, President

This Amendment to the Articles of Incorporation of AVANTE GROUP, INC. was approved by the shareholders and the number of votes cast for the Amendment was sufficient for approval.

FROM : D. CHENKIN, ESQ. FROM : D. CHENKIN, ESQ.

PHONE NO. : 9544762382

Oct. 05 2000 09:59AM P4

PHONE NO.: 9544762382

Oct. 04 2000 11:00AM P2

AFFIDAVIT OF CORPORATE DISSOLUTION AND AVAILABILITY OF CORPORATE NAME FOR USE

STATE OF FLORIDA COUNTY OF BROWARD

The undersigned, SISEL KLURMAN, sole member of the final Board of Directors and President of the dissolved Florida Corporation known as AG HOLDINGS, INC. ("Corporation"), document number P00000078082 sworn, deposes and says:

1. The Deponent, on behalf of the dissolved Corporation acknowledges that the Corporation has no intention of revoking its dissolution that became effective on September 14, 2000 and the Corporation releases its corporate name for use to another entity

SIGNED, SEALED AND DELIVERED by Deponent this 4th day of October, 2000.

STATE OF FLORIDA

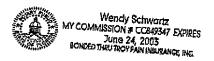
) ss

COUNTY OF BROWARD

SWORN TO AND SUBSCRIBED before me this day of October by by

of the dissolved Florida Corporation known as AG HOLDINGS, INC. who is personally known to me Vesmo or who produced a Florida driver's license No:

as



Notary Public State of Florida My Commission Expires: My Commission Number is:

Its: Sole member of the final Board of Directors and President of the dissolved Florida Corporation known

as AG HOLDINGS, INC.