

Florida Department of State
Division of Corporations
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To:

Division of Corporations
 Fax Number : (850)205-0383

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
 Account Number : 072450003255
 Phone : (305) 634-3694
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03 DEC 19 AM 9:04

AND
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SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATION

LIMITED LIABILITY AMENDMENT

B.M.Z. INTERNATIONAL, LLC

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$25.00

JB
 12-22-03

HUGUW334485
ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
FOR
B.M.Z. INTERNATIONAL, L.L.C.
(A Florida Limited Liability Company)


FIRST: The date of filing of the articles of organization was June 4, 2003.

SECOND: The following amendment to the articles of organization was adopted by the limited liability company:

The following shall be removed as managing members / managers of the aforementioned Limited Liability Company:

- 1) Manuel Barrios, 3370 NE 190th Street, Apt 203, Aventura, FL 33180
- 2) Digna Barrios, 3370 NE 190th Street, Apt 203, Aventura, FL 33180

Signed this December 19, 2003.



Signature of a member or authorized representative of a member

MANUEL ADOLFO BARRIOS

Typed or printed name of person signing

03 DEC 19 AM 9:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Prepared By:
Leonardo A. Roth, Esq.
18851 NE 29th Avenue, Ste 800
Aventura, FL 33180 Tel: (305) 670-9984
Fl. Bar No.: 747793

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AFFIDAVIT OF RESIGNATION OF MANAGING MEMBERS / MANAGERS

STATE OF FLORIDA)

SS

COUNTY OF DADE)

I, Digna Barrios, after being duly sworn, do depose and state that to the best of my knowledge, information and belief, and under penalties of perjury, the following is true and correct:

I, Digna Barrios, herein resign as managing member / manager of B.M.Z. INTERNATIONAL, L.L.C., a Florida Limited Liability Company.

That the corporation has been notified in writing of the resignation.

Digna Barrios
Digna Barrios

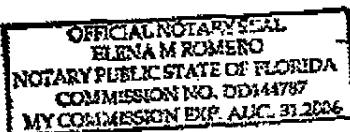
The foregoing instrument was acknowledged before me December 19, 2003, Digna Barrios, who is personally known to me or who has produced Florida Drivers License as identification who did not take an oath.

(SEAL)

(signature)

NOTARY PUBLIC, State of Florida

Commission Number:



Elena M. Romero
(Name of Notary typed, printed or stamped)

03 DEC 19 AM 9:04

FILED

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AFFIDAVIT OF RESIGNATION OF MANAGING MEMBERS / MANAGERS

STATE OF FLORIDA)

SS

COUNTY OF DADE)

I, Manuel Barrios, after being duly sworn, do depose and state that to the best of my knowledge, information and belief, and under penalties of perjury, the following is true and correct:

I, Manuel Barrios, herein resign as managing member / manager of B.M.Z. INTERNATIONAL, L.L.C., a Florida Limited Liability Company.

That the corporation has been notified in writing of the resignation.


Manuel Barrios

03 DEC 19 AM 9:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

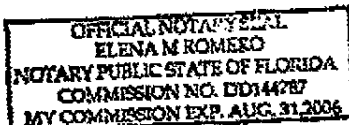
APPROVED
AND
FILED

The foregoing instrument was acknowledged before me December 19, 2003, Manuel Barrios, _____ who is personally known to me, or _____ who has produced Florida Drivers License as identification and who did not take an oath.



(SEAL)

(signature) NOTARY PUBLIC, State of Florida



Commission Number: _____

Elena M Romero

(Name of Notary typed, printed or stamped)

103000339485