

L26738

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

- 1. ALPHA TRANSFERS, INC. 400002647974-7
(Corporation Name) (Document #) -09/24/98-01023-025 *****70.00 *****70.00
- 2. ALPHA Warehouse, Inc. (Corporation Name) (Document #)
- 3. (Corporation Name) (Document #)
- 4. (Corporation Name) (Document #)

- Walk in Pick up time 2:00
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Certified Copy -09/24/98-01023-025
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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials

De 9/24

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

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TALLAHASSEE, FLORIDA

ALPHA TRANSFERS, INC.

DOCUMENT # L26738 (9)
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this 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)

ARTICLE NUMBER 7 -- BOARD OF DIRECTORS

THE BOARD OF DIRECTORS WILL BE ELECTED AS FOLLOWS:

- SANCHEZ, ALBERTO, PRESIDENT
300 N.W. 42nd AVENUE, MIAMI, FLORIDA 33126
- HONISBERG, FRAIDA, VICE-PRESIDENT
300 N.W. 42nd AVENUE, MIAMI, FLORIDA 33126
- SANCHEZ, MODESTO - TREASURY
300 N.W. 42nd AVENUE, MIAMI, FLORIDA 33126

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: SEPTEMBER 23, 1998

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 provided for each voting group entitled to vote separately on the 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 23 day of SEPTEMBER, 19 98

Signature _____

(By the Chairman or Vice Chairman of the Board of 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)

ALBERTO SANCHEZ

Typed or printed name

PRESIDENT - incorporator

Title