

N02000008778

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Account Name : FAS-T CORP. AGENTS, INC.
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DIVISION OF CORPORATIONS

BASIC AMENDMENT

TREMES, INC.

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Amendment
2/6/04



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

February 4, 2004

TREMES, INC.
2250 SW 3RD AVENUE
SUITE 201
MIAMI, FL 33129

SUBJECT: TREMES, INC.
REF: N02000008778

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 date of adoption of each amendment must be included in the document.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

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) 245-6869.

Teresa Brown
Document Specialist

FAX Aud. #: H04000025445
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AMENDED ARTICLES OF INCORPORATION
OF
TREMES, INC.
NON-PROFIT

We, the undersigned, have associated ourselves together and do hereby, associate ourselves together, for the purpose of becoming incorporated under the laws of the State of Florida as a corporation non for profit, pursuant to the following Articles of Incorporation.

ARTICLE I: NAME

The name of the Corporation shall be: TREMES, INC.

ARTICLE II: DURATION

This Corporation shall have perpetual existence.

ARTICLE III: PURPOSES

This organization is organized exclusively for educational and charitable purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.

ARTICLE IV

The members of this Corporation shall be subscribers, and such other persons as may from time to time be elected to membership by the members of the Corporation.

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ARTICLE V: DIRECTORS

There shall be three members of the initial Board of Directors of the Corporation. They shall be appointed every two years by a majority vote. The names and addresses of the persons who are to serve as Directors until the first election thereof are as follows:

NAME	ADDRESSES
VICENTE RODRIGUEZ	2250 SW 3 rd Avenue, Suite 303 Miami, Florida 33129
MIGUEL MORA	2250 SW 3 rd Avenue, Suite 303 Miami, Florida 33129
QUARIONE M. DIAZ	2250 SW 3 rd Avenue, Suite 303 Miami, Florida 33129

ARTICLE VI: OFFICERS

The affairs of the Corporation are to be managed by a President, Vice President Secretary and Treasurer. Said officers of the Corporation will be appointed by the Board of Directors.

ARTICLE VII: LIQUIDATION

Upon the winding up and dissolution of this organization, after paying or adequately providing for the debts and the obligations of the organization, the remaining assets shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for educational and charitable purposes and which has established its tax exempt status under section 501(c)(3) of the Internal Revenue Code.

ARTICLE VIII: REGISTERED AGENT

The address of the initial registered office and principal address of the Corporation is 2250 SW 3rd Avenue, Suite 303, Miami, Florida 33129; and the name of the initial registered agent is VICENTE RODRIGUEZ, 2250 SW 3rd Avenue, Suite 303, Miami, Florida 33129.

ARTICLE IX: MANAGEMENT

The affairs of the Corporation shall be managed by the executive Board of Directors which shall be composed of the officers of the Corporation, and two members of the Board of Directors.

ARTICLE X: BY LAWS

The By Laws of the Corporation shall be made by the subscriber hereto and thereafter altered or rescinded by a majority vote of the then membership.

ARTICLE XI: AMENDMENTS

The names and residence addresses of the subscribers of these Articles of Incorporation are:

NAME	ADDRESSES
VICENTE RODRIGUEZ	2250 SW 3 rd Avenue, Suite 303 Miami, Florida 33129
MIGUEL MORA	2250 SW 3 rd Avenue, Suite 303 Miami, Florida 33129
GUARIONE M. DIAZ	2250 SW 3 rd Avenue, Suite 303 Miami, Florida 33129

ARTICLE XII

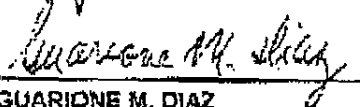
Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

CERTIFICATE

The undersigned hereby certify that the foregoing Amended Articles of Incorporation were unanimously approved by all members entitled to vote, at a duly noticed and held special membership meeting, at 2250 SW 3rd Avenue, Suite 303, Miami, Florida 33129, at 9:00 A.M., on the 29th day of July, 2003.

IN WITNESS WHEREOF, the undersigned incorporators have executed these articles of Incorporation this 29th day of July 2003.


VICENTE RODRIGUEZ


GUARIONE M. DIAZ

STATE OF FLORIDA }
COUNTY OF DADE }

On this 29th day of July 2003 before me a Notary Public in the aforesaid State and County personally appeared Vicente Rodriguez known to me to be the person whose names are subscribed to the within instrument and acknowledged that they executed the same for the purpose therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.



Notary Public, State of Florida at Large

MY COMMISSION EXPIRES:



Barbara Frazer
Commission # 00237725
Expires July 13, 2007
Active Notary
1-800-830-5161

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated Corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping open said office.



VICENTE RODRIGUEZ