

① N 16000002382

FILED
97 OCT -9 PH 2:09
SECRETARY OF STATE
TALLAHASSEE FLORIDA
VINDE

Florida Dept of State
Amendment Section - Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Florida 10/1/97

Dear Sir or Madam,

I am hereby filing amendments to the Articles of Incorporation for Vinde International, Inc., originally filed on April 29, 1996 and assigned document number N96000002382. I am also filing a change of registered agent.

Please find enclosed the following:

- 1) Articles of Amendment to Articles of Incorporation of Vinde International, Inc (2 copies)
- 2) Statement of change of registered office and registered agent for corporation Vinde International, Inc. (2 copies)
- 3) Company check for US\$122.50:
 - a) Filing fee for articles of amendment US\$35.00
 - b) Certified copy of the amendment US\$52.50
 - c) Filing fee for change of agent US\$35.00

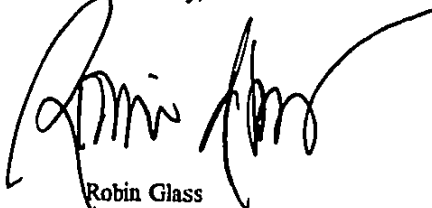
Please return a certified copy of the articles of amendment to:

Robin Glass
Vinde International, Inc.
4699 N. Federal Hwy #205A
Pompano Beach, FL 33064

#35- CF

Tel (954) 783 0008

Yours truly,



Robin Glass
Director

VS OCT 16 1997

RA Chg.

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****122.50 *****35.00

Statement of change of registered office and registered agent for the corporation

VINDE International, Inc.

A Florida Corporation not-for-profit

Pursuant to the provisions of section 607.0502, 617.0502, 607.1508 or 617.1508, Florida Statutes, the undersigned nonprofit corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office and registered agent.

1. The name of the corporation is Vinde International, Inc.

2. The mailing address of the corporation is:

4699 N. Federal Hwy Suite 205A
Pompano Beach, FL 33064

3. Date of incorporation April 24th, 1996. Document number N96000002382

4. Name and address of current registered agent and office:

~~John L. White~~
^{Little}
Lighthouse Tax Service Inc.
3170 N. Federal Hwy #100
Lighthouse Point, FL 33064

5. Name and address of new registered agent and office:

Robin Glass
4699 North Federal Hwy, Suite 205A
Pompano Beach, FL 33064

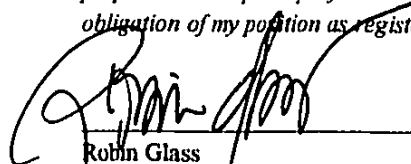
The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such a change was authorized by an officer so authorized by the board.


Caio Fabio D'Araujo Jr.
President - Vinde International

31. Sep, 1997
September 31st 1997

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.


Robin Glass

Sept 31st 97
September 31st 1997

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TALLAHASSEE FLORIDA

(2-) N96000002382



Florida Dept of State
Amendment Section - Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Florida 10/1/97

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Please find enclosed the following:

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- 2) Statement of change of registered office and registered agent for corporation Vinde International, Inc. (2 copies)
- 3) Company check for US\$122.50:

- | | | |
|----|--------------------------------------|-----------|
| a) | Filing fee for articles of amendment | US\$35.00 |
| b) | Certified copy of the amendment | US\$2.50 |
| c) | Filing fee for change of agent | US\$35.00 |

Please return a certified copy of the articles of amendment to:

Robin Glass
Vinde International, Inc.
4699 N. Federal Hwy #205A
Pompano Beach, FL 33064

Tel (954) 783 0008

Yours truly,

Robin Glass
Director

135 - C F
52.50 - Cert
87.50

VS OCT 16 1997

Amend

FILED
97 OCT -9 PM 2:13
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Articles of Amendment to Articles of Incorporation of

VINDE International, Inc.

A Florida Corporation not-for-profit

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TALLAHASSEE FLORIDA

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation and change of registered agent.

FIRST: AMENDMENTS ADOPTED:

Article I is amended to:

Article I - Name

The name of the corporation shall be Vinde International, Inc.

Article II is amended to:

Article II - Place of business

The street address of the principal office and the mailing of this corporation is:

4699 North Federal Hwy Suite 205A,
Pompano Beach, FL 33064.

Article III is amended to:

Article III - Purpose

The purposes for which the corporations is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

Article IV is amended to:

Article IV - Election of Directors

The manner in which the directors are elected shall be stated in the bylaws.



Article V is amended to:

Article V – Registered Agent

The name and Florida street address of the Registered Agent is:

Robin Glass
4699 North Federal Hwy Suite 205B
Pompano Beach, FL 33064

Article VI is amended to:

Article VI – Initial Directors

The number constituting the initial Board of Directors of the corporation is 3, and the names and addresses of the persons who are to serve initially are:

<u>Name</u>	<u>Address</u>
Caio Fábio D'Araújo Jr.	10417 Boca Springs Drive Boca Raton, FL 33428
Alda Maria Fernandes D'Araújo	10417 Boca Springs Drive Boca Raton, FL 33428
Robin Glass	6968 NW 30 th Ave Fort Lauderdale, FL 33309

Article VII is added:

Article VII - Dissolution

Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal tax code, or shall be distributed to the Federal, state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction, in the county in which the principal office of the organization is then located, exclusively for such purposes.

In the event of dissolution of the corporation, the residual assets of the corporation will be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal tax code. Provided, however, that the corporation shall at all times so long as a mortgage on the corporation's property is held or insured by the Secretary of Housing and Urban Development have the power to convey its property to the Secretary of Housing and Urban Development or his nominee, for exclusively public purposes.

9.

Article VIII is added:

Article VIII – Incorporator

The name and address of the incorporator is

David S. Willig
141 NE 3rd Ave – 10th Floor
Miami, FL 33132

SECOND:

The date of adoption of the amendments was September 31st 1997.

THIRD:

There are no members or members entitled to vote on the amendments. The amendments were adopted by the board of Directors.

Vinde International, Inc.

September 31st 1997

 - Sep 31, 1997
Caio Fábio D'Araújo Jr.
President