

Florida Department of State

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To:

Division of Corporations

Fax Number

: (850)922-4000

From:

: ACE INDUSTRIES, INC. Account Name

Account Number : 070744001530 Phone

: (305)358-2571

Fax Number

: (305)358-7832

BASIC AMENDMENT

BEZENET, INC.

Certificate of Status	0
Certified Copy	1
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 6, 2001

BEZENET, INC. 3801 INDIAN CREEK DRIVE MIAMI BEACH, FL 33140

SUBJECT: BEZENET, INC. REF: P00000009236

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/authorization of this document must be a date on or prior to submitting the document to this office, and this date must be specifically stated in the document. If you wish to have a future effective date, you must include the date of adoption/authorization and the effective date. The date of adoption/authorization is the date the document was approved.

The amendment must be adopted in one of the following manners:

- (1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.
- (a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-
- (b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.
- (2) If an amendment was adopted by the incorporators or board of directors without shareholder action.
- (a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

According to our records the officers and directors are listed in Article VIII of the Articles of Incorporation. Please correct your document accordingly.

Please return your document, along with a copy of this letter, within 60 Division of Corporations - P.O. BOX 6327-Tallahassee, Florida 32314



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6906.

Darlene Connell Corporate Specialist FAX Aud. #: H01000023818 Letter Number: 501A00013582

SECRETARY OF STATENS DIVISION OF CORPORATIONS 2001 MAR - 7 AM 10: 09

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

HO1-23818

BEZENET, INC.

(Present Name of Corporation)

Pursuant to the provisions of section 607,1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendments to it's articles of incorporation:

FIRST: Amendment(s) adopted: Indicate article number(s) being amended, added or deleted.

ARTICLE VIII # 1: CHANGE PRESIDENT TO - HOOPER J. ALLISON, 757 ARTHUR GODFREY
ROAD, MIAMI BEACH, FLORIDA 33140
#2: CHANGE VICE-PRESIDENT TO - NEUSTEIN CHARLES, 757 ARTHUR GODFREY
ROAD, MIAMI BEACH, FLORIDA 33140

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:3_/_6_/01
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 board of directors without shareholder action and shareholder action was not required.
The amendment(s) was/were adopted by the incorporator without shareholder action and shareholder action was not required.
SIGNED THIS 3RD DAY OF MARCH . 2001. SIGNATURE

(By the Chairman or Vice Chairman of the Board of Directors, President, Incorporator, Director, Registered Agent or other officer if adopted by the shareholders.)

TYPED OR PRINTED NAME: MICHELE MASSAGLIA TITLE: PRESIDENT

HO1-23818