

From : L&I GALLO

PHONE No. : 3054729280

May. 01 2000 11:24AM P01

Division of Corporations

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Florida Department of State

Division of Corporations

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To:

Division of Corporations

Fax Number : (850) 922-4000

From:

Account Name : L & I GALLO, INC.

Account Number : 112177003150

Phone : (954) 424-7239

Fax Number : (954) 472-9280

00 MAY - 1 PM 12:00
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BASIC AMENDMENT

P&P ASSOCIATES, INC.

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AMEND
P&P S-2
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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

P&P ASSOCIATES, INC.

FILED
00 MAY -1 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.1006., FLORIDA
STATUTES, THIS COPORATION ADOPTS THE FOLLOWING ARTICLES OF
AMENDMENT TO ITS ARTICLES OF INCORPORATION.

FIRST: AMENDMENT (S) ADOPTED,

CHANGE ARTICLE V: TO REMOVE MANUEL A. ROMERO WHOSE
ADRESS : 3741 NE 163 STREET # 187 NORTH MIAMI BEACH, FL 33160, AS
REGISTERED AGENT OF THE CORPORATION, AND REPLACE WITH
FRANCISCO GARCIA. WHOSE ADDRESS IS 3741 NE 163 STREET # 187 NORTH
MIAMI BEACH, FL 33160.

CHANGE ARTICLE VI: TO REMOVE MANUEL A. ROMERO AS DIRECTOR OF
THE CORPORATION AND REPLACE WITH FRANCISCO GARCIA.

CHANGE ARTICLE VII: TO REMOVE MANUEL A. ROMERO AS PRESIDENT
AND TREASURER OF THE COPORATION AND REPLACE WITH FRANCISCO
GARCIA.

SECOND: IF AN AMENDMENT PROVIDES FOR AN EXCHANGE,
RECLASSIFICATION OR CANCELLATION OF ISSUED SJHARES,
PROVISIONS FOR IMPLEMENTING THE AMNEDMENT IF NOT
CONTAINED IN THE AMENDMENT ITSELF, ARE AS FOLLOWS:

THIRD: THE DATE OF EACH AMNEDMENT'S ADOPTION MAY 1, 2000.

FOURTH: ADOPTION OF AMENDMENT(S) (CHECK ONE)

 x THE AMENDMENT(S) WAS/WERE ADOPTED BY THE
INCORPORATES WITHOUT SHAREHOLDER ACTION AND
SHAREHOLDER ACTION WAS NOT REQUIRED.

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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 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 NUMBER OF VOTES CAST FOR AMENDMENT(S) WAS/WERE SUFFICIENT FOR APPROVAL.

BY  INCORPORATOR

SIGNED THIS 28 OF APRIL, 2000

MANUEL A. ROMERO
PRESIDENT

P&P ASSOCIATES, INC.
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P&P ASSOCIATES, INC.
3741 NE 163 STREET # 187
NORTH MIAMI BEACH, FL 33160

**I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND
RESPONSABILITIES AS REGISTERED AGENT, PRESIDENT AND
TREASURER FOR P&P ASSOCIATES, INC.**


FRANCISCO GARCIA

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