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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 : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
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FILED
00 SEP 14 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
00 SEP 14 PM 4:45
DIVISION OF CORPORATIONS

BASIC AMENDMENT

HAVANA PRODUCTION, INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$35.00

Name Change

9/15/00

Amendment

9/14/00 4:00 PM

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

HAVANA PRODUCTION, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit 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 I-NAME

The name of the corporation shall be amended to: HAVANA PRODUCTIONS, INC.

ARTICLE VII-INITIAL OFFICERS/DIRECTORS

The name and address of the Officers/Directors are:

Alberto Pinillos, President
7601 E. Treasure Drive, Ste. 1707
North Bay Village, FL 33141

Kimberlea S. Pinillos, Vice-President
7601 E. Treasure Drive, Ste. 1707
North Bay Village, FL 33141

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:

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THIRD: The date of each amendment's adoption: 9/14/2000

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.

(xx) The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 14th day of September, 2000

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)

Irving J. Gonzalez
Typed or printed name

Incorporator
Title

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