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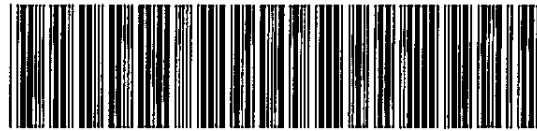
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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. OCEAN INVESTMENT MANAGEMENT, CORP.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
OCEAN INVESTMENT MANAGEMENT, CORP.**

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: AMENDMENT (s) adopted : (indicated articles number (s) being amended, added or deleted).

ARTICLES OF AMENDMENT: ARTICLES VIII OFFICERS/OWNERS SHARES

WILL READ AS FOLLOWS:

JAIME A. MEJIA 7563 N.W. 70 STREET MIAMI, FL 33166	PRESIDENT	100 SHARES
SARA MEJIA 7563 N.W 70 STREET MIAMI FL. 33166	VICEPRESIDENT	450 SHARES
GEORGE BAQUERO 7563 N.W. 70 STREET MIAMI, FL 33166	VICEPRESIDENT	450 SHARES
JAIME GARCIA 7563 N.W. 70 STREET MIAMI, FL 33166	DIRECTOR/SEC.	0 SHARES

SECOND: If an amendment provides for an exchange, reclassification 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: 07/09/2003

FOURTH: Adoption of amendment(s) (check one)

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

_____ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

X The amendment (s) was/were approved by the shareholder. 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 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)

Signed July 9, 2004

Signature Jaime Mejia
(By the chairman of Board of Directors, President or other officer if adopted by shareholder)

OR

(By a director if adopted by the director)

OR

(By an incorporation if adopted by the incorporations)

JAIME MEJIA
Typed or printer name

PRESIDENT
title