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Florida Department of State
Division of Corporations
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Account Name : EMPIRE CORPORATE KIT COMPANY
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DIVISION OF CORPORATIONS

BASIC AMENDMENT

NEO SCARPA INTERNATIONAL, INC.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$35.00

Amendment
12-15-00

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CERTIFICATE OF AMENDMENT

(4)

OF

NEO SCARPA INTERNATIONAL, INC.

The shareholders of NEO SCARPA INTERNATIONAL, INC. have unanimously approved the following amendments to the Articles of Incorporation adopted as of October 6, 2000.

ARTICLE VI - PRINCIPAL PLACE OF BUSINESS

The post office addresses of the principal place of business shall be amended as follows:

5252 La Gorce Drive; Suite A; Miami Beach, Florida 33147.

ARTICLE VIII - BOARD OF DIRECTORS

The names and post office addresses of the Board of Directors shall be amended as follows:

RAPHAEL BENSUSAN
5252 La Gorce Drive
Suite A
Miami Beach, Florida 33147

FABIENNE DEBAIX
5252 La Gorce Drive
Suite A
Miami Beach, Florida 33147

SOL ZUCKERMAN
5252 La Gorce Drive
Suite A
Miami Beach, Florida 33147

ANNA ZUCKERMAN
5252 La Gorce Drive
Suite A
Miami Beach, Florida 33147

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ARTICLE IX - DIVISION OF SHARES

The number of shares of stock which they agree to take shall be amended as follows:

RAPHAEL BENSUSAN (25 SHARES)
5252 La Gorce Drive
Suite A
Miami Beach, Florida 33147

FABIENNE DEBAIX (25 SHARES)
5252 La Gorce Drive
Suite A
Miami Beach, Florida 33147

SOL ZUCKERMAN (25 SHARES)
5252 La Gorce Drive
Suite A
Miami Beach, Florida 33147

ANNA ZUCKERMAN (25 SHARES)
5252 La Gorce Drive
Suite A
Miami Beach, Florida 33147

ARTICLE XIII - OFFICERS

The officers of the corporation shall be amended as follows:

RAPHAEL BENSUSAN - PRES
FABIENNE DEBAIX - VICE PRES
SOL ZUCKERMAN - SEC
ANNA ZUCKERMAN - TREAS

IN WITNESS WHEREOF, the undersigned has set his signature and seal as a subscriber
and has acknowledged and filed in the office of the Department of State of Florida, this

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Certificate of Amendment to the Certificate of Incorporation of NEO SCARPA
INTERNATIONAL, INC. this 14th day of December, 2000.


RAPHAEL BENSUSAN - President


FABIENNE DEBAIX - Vice President

Prepared by:
Charles S. Serfaty, Esq.
4330 Sheridan Street
Suite 202-B
Hollywood, Florida 33021
(954) 894-9449

FBN: 821 837

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