

P0000009493

Florida Department of State
Division of Corporations
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DIVISION OF CORPORATIONS

BASIC AMENDMENT

BAIRES GROUP ENTERPRISES INC.

Certificate of Status	0
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Page Count	04
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AMEND
02-11-4



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

November 1, 2002

BAIRES GROUP ENTERPRISES INC.
10295 COLLINS AVE
APT 3 1511
BAL HARBOUR, FL 33154

SUBJECT: BAIRES GROUP ENTERPRISES INC.
REF: P00000094938

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.

Please accept our apology for failing to mention this in our previous letter.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6906.

Darlene Connell
Document Specialist

FAX Aud. #: E02000220289
Letter Number: 302A00060025

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

October 31, 2002

BAIRES GROUP ENTERPRISES INC.
10295 COLLINS AVE
APT 3 1511
BAL HARBOUR, FL 33154

SUBJECT: BAIRES GROUP ENTERPRISES INC.
REF: P00000094938

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

PLEASE RETAIN THE OFFICER/DIRECTOR RESIGNATION. IT IS A SEPARATE DOCUMENT AND REQUIRES A SEPARATE FILING FEE AND COVER LETTER. THIS RESIGNATION IS NOT NECESSARY SINCE THE NAME OF ULISES G. LEBAIN WILL BE REMOVED UPON FILING OF THE AMENDMENT.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6880.

Karen Gibson
Document Specialist

FAX Aud. #: H02000220289
Letter Number: 102A00059936

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

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H02000220289
ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BAIRES GROUP ENTERPRISES INC.

FILED
02 NOV -4 PM 4:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Document No.: P00000094938

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 adopted: —

ARTICLE V
RESTRICTIONS ON THE TRANSFER OF STOCKS

Shares of capital stocks of this corporation are issued to the following persons in the amount set opposite their name:

Leonardo Exequiel Ledain	60 shares
Ulises German Ledain	30 shares
Marcelo Fabian Morana	10 shares

The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all the shareholders of this corporation.

ARTICLE VI

BOARD OF DIRECTORS

This corporation shall have not less than one nor more than six directors, as set forth in the By-Laws. The names and street addresses of the board of directors of this corporation which, subject to these Articles of Incorporation, By-Laws of this corporation, and the laws of the State of Florida, shall hold office until its successors have been elected and qualified, are:

NAME: Leonardo Exequiel Ledain
TITLE: President

NAME: Marcelo Fabian Morana
TITLE: Vice-President/Secretary/Treasurer

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ARTICLE XV
REGISTERED AGENT AND REGISTERED OFFICE

The Registered Agent for this corporation shall be Marcelo Fabian Morana and the Registered Office shall be located at 10295 Collins Avenue, Suite 1511, Bal Harbour, Florida 33154, or at such other place as the Board of Directors shall from time to time direct, with appropriate notice being sent to the Secretary of State in accordance with the law.

The aforementioned location does not constitute the principal office.

SECOND: The date of each amendment's adoption is October 30, 2002.

THIRD: The amendments were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval.

Signed this 30 day of October, 2002.

Signature: _____


LEONARDO E. LEDAIN, President

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

BAIRES GROUP ENTERPRISES INC.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF AMENDMENT, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


MARCELO FABIAN MORANA, Registered Agent

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