Florida Department of State
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To:

Division of Corporations

Fax Number

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From:

Account Name

: ACE INDUSTRIES, INC.

Account Number : 070744001530

: (305)358-2571

Phone Fax Number

: (305)358-7832

# **BASIC AMENDMENT**

PANDACUS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	01
Estimated Charge	\$43.75

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 5, 2001

PANDACUS, INC. 757 ARTHUR GODFREY ROAD MIAMI BEACH, FL 33140

SUBJECT: PANDACUS, INC.

REF: P00000107792

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.

According to our records the officers/directors are listed in Article VIII of the Articles of Incorporation. Please correct your document accordingly.

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) 487-6906.

Dariene Connell Corporate Specialist FAX Aud. #: H01000023814 Letter Number: 401A00013557

# ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

HO1-23814

### PANDACUS, INC.

(Present Name of Corporation)

Pursuant to the provisions of section 607,1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendments to it's articles of incorporation:

FIRST: Amendment(s) adopted: Indicate article number(s) being amended, added or deleted.

ARTICLE VIII #1: CHANGE PRESIDENT TO - HOOPER, J. ALLISON,757 ARTHUR GODFREY ROAD,

MIAMI BEACH, FLORIDA 33140

#2: CHANGE VICE-PRESIDENT TO -NEUSTEIN, CHARLES, 757 ARTHUR GODFREY ROAD, MIAMI BEACH, FLORIDA 33140

**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:

THIRD: The date of each amendment's adoption: \_3\_\_/\_6\_\_/01

FOURTH: Adoption of Amendment(s) (CHECK ONE)

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

SIGNED THIS 6TH DAY OF MARCH , 2001. SIGNATURE:

(By the Chairman or Vice Chairman of the Board of Directors, President, Incorporator, Director, Registered Agent or other officer if adopted by the Shareholders.)

TYPED OR PRINTED NAME: SERGIO MASSAGLIA TITLE: PRESIDENT

shareholder action was not required.

HO1- 23814

Prepared by Ace Industries, 54 NW 11th ST., MIAMI, FI 33136 (305) 358-2571.