

COFIÑO & ASSOCIATES
Attorneys and Counselors At Law

PEDRO A. COFIÑO, P.A.
MICHAEL C. GONGORA

MANUEL ZALAC
Of Counsel

P00000117983

January 8, 2001

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*****35.00 *****35.00

Secretary of Florida
Department of State
Division of Corporations
Attn: Amendment Section
409 E. Gaines Street
Tallahassee, FL 32399

RE: AMENDMENT TO CHP SYSTEMS, INC., A FLORIDA CORPORATION
CHARTER NO.: P00000117983-1/1

Esteemed Secretary:

Enclosed please find my firm's check in the sum of \$35.00 along with the filing of the Amendment to the Articles of Incorporation of the above entity.

If for some reasons you cannot file this Amendment as submitted, contact my firm immediately.

Sincerely,

Pedro A. Cofiño, Esq.
PAC:mm

Enclosure: Amendment to Articles of Incorporation

cc: Lawrence S. Rachmel

FILED
01 JAN 29 AM 10:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T BROWN JAN 30 2001

Amend

407 Lincoln Road, Suite 2B, Miami Beach, Florida 33139
Telephone: (305) 531-8111 Facsimile: (305) 531-0370
e-mail address: cofino@bellsouth.net
www.miamibeachlawyers.com



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 17, 2001

PEDRO A. COFINO
COFINO & ASSOCIATES
407 LINCOLN ROAD, SUITE 2B
MIAMI BEACH, FL 33139

SUBJECT: CHP SYSTEMS, INC.
Ref. Number: P00000117983

We have received your document for CHP SYSTEMS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

The capacity of the person signing the document must be typed or printed beneath or opposite the 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) 487-6869.

Teresa Brown
Corporate Specialist

Letter Number: 001A00002542

COFIÑO & ASSOCIATES
Attorneys and Counselors At Law

PEDRO A. COFIÑO, P.A.
MICHAEL C. GONGORA

MANUEL ZALAC
Of Counsel

January 23, 2001

Ms. Teresa Brown, Corporate Specialist
Secretary of Florida - Department of State
Division of Corporations
Attn: Amendment Section
409 E. Gaines Street
Tallahassee, FL 32399

RE: AMENDMENT TO CHP SYSTEMS, INC., A FLORIDA CORPORATION
LETTER NUMBER: 001A00002542
REFERENCE NUMBER.: P00000117983

Dear Ms. Brown:

Enclosed please find duly executed and corrected Amendment to Articles of Incorporation, pursuant to your request of January 17, 2001. If for some reasons you cannot comply with this request, contact my firm immediately.

Very truly yours,


Pedro A. Cofino, Esq.
PAC:mm

Enclosure: Amendment to Articles of Incorporation

RECEIVED

01 JAN 29 AM 10:53

DIVISION OF CORPORATIONS

CHP SYSTEMS, INC., A FLORIDA CORPORATION
AMENDMENT TO ARTICLES OF INCORPORATION


FILED
01 JAN 29 AM 10:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COMES NOW, Lawrence S. Rachmel, sole shareholder of CHP Systems, Inc. and pursuant to a meeting held on January 4, 2001 and with full knowledge of Chapter 607 Florida Statutes Corporate Act and pursuant to bylaws of the corporation at a special meeting of the corporation duly noticed the corporate Articles of Incorporation is now changed to be reflected as follows, to wit;

Paragraph four (4) of the Articles of Incorporation of CHP Systems, Inc. as filed on December 29, 2000 is amended to delete the following:

"In addition, the corporation shall have the authority to issue five million (5,000,000) shares of voting preferred stock having a par value of one ten thousandth of a cent (\$0.0001) each."

Being the sole shareholder CHP Systems, Inc., a Florida Corporation and completing this Amendment, there shall not have any other further effect.



Lawrence S. Rachmel - President
(Shareholder)

1-4-2001

Date

Prepared by: Pedro A. Cofiño, Esq.
407 Lincoln Road, Suite 2B
Miami Beach, Florida
(305)531-8111
Florida Bar No.: 323918