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PAGE 01/05

P01000080692

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To:

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Fax Number : (850) 205-0380

From:

Account Name : WILLIAM J. STRANGE
Account Number : I19980000052
Phone : (305) 267-2767
Fax Number : (305) 267-2775

BASIC AMENDMENT

PONELOYA NICARAGUAN CUISINE, INC.

Certificate of Status	0
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Amendment

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11/14/2005 12:08 PAGE 001/001 Florida Dept of State

PAGE 02/06



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

November 14, 2005

PONELOYA NICARAGUAN CUISINE, INC.
10170 E. FLAGLER ST
MIAMI, FL 33174

SUBJECT: PONELOYA NICARAGUAN CUISINE, INC.
REF: P01000080692

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.

FELIX A. ALMENDARES IS THE NAME OF THE NEW REGISTERED AGENT, HOWEVER, FELIX A. ALMENDAREZ SIGNED AS THE NEW REGISTERED AGENT. PLEASE CLARIFY THE SPELLING OF THE LAST NAME OF THE NEW REGISTERED AGENT.

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. #: H05000263053
Letter Number: 605A00067362

The Correct Name is Almendarez

H05000263053

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

PONELOYA NICARAGUAN CUISINE, INC.

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

SECOND : Amendment(s) adopted:

BOARD OF DIRECTORS

DELETE:

OFFICER'S TITLE	NAME	ADDRESS
PRESIDENT	AMPARO CISNE	1630 S.W. 98 TH AVE. MIAMI, FLORIDA 33136
VICE-PRESIDENT	CLAUDIA C. TELLEZ	1630 S.W. 98 TH AVE. MIAMI, FLORIDA 33136

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DIVISION OF CORPORATIONS

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WILLIAM J. STRANGE
1325 S.W. 87TH AVENUE - MIAMI, FLORIDA 33174
PHONE # 305-267-2767
FAX # 305-267-2775

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11/14/2005 12:56 3052672775

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PAGE 04/06

H05000863053

ADD:

OFFICER'S TITLE	NAME	ADDRESS
PRESIDENT	FELIX A. ALMENDAREZ	10170 E. FLAGLER ST. MIAMI, FLORIDA 33174
SECRETARY	FELIX A. ALMENDAREZ	10170 E. FLAGLER ST. MIAMI, FLORIDA 33174
TREASURER	FELIX A. ALMENDAREZ	10170 E. FLAGLER ST. MIAMI, FLORIDA 33174

WILLIAM J. STRANGE
1325 S.W. 87TH AVENUE - MIAMI, FLORIDA 33174
PHONE # 305-267-2767
FAX # 305-267-2775

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INITIAL REGISTERED OFFICE AND REGISTERED AGENT

DELETE:

Registered Agent

AMPARO CISNE

1630 S.W. 98TH AVE
MIAMI, FLORIDA 33165

ADD:

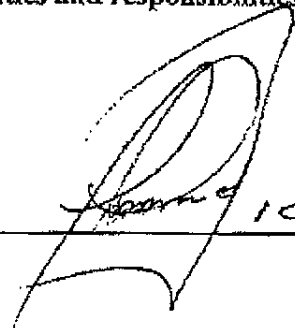
Registered Agent

FELIX A. ALMENDAREZ

10170 E. FLAGLER ST.
MIAMI, FLORIDA 33174

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation

SIGNATURE: FELIX A. ALMENDAREZ

 10/31/05

WILLIAM J. STRANGE
1325 S.W. 87TH AVENUE - MIAMI, FLORIDA 33174
PHONE # 305-267-2767
FAX # 305-267-2775

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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: 10/31/05

FOURTH: Adoption of Amendments(s)

✓ 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 approved by _____."

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

The amendment(s) was/were adopted by the incorporators without shareholders action and shareholders action was required.

Signed this day 31 of October, 2005.

Signature  (AMPARO CISNE)

Title PRESIDENT

WILLIAM J. STRANGE
1325 S.W. 87TH AVENUE - MIAMI, FLORIDA 33174
PHONE # 305-267-2767
FAX # 305-267-2775

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