

PO1000106136

LAW OFFICES
MARTIN ENGELS, P.A.

Telephone: (305) 373-2700
Fax: (305) 577-3558

Suite 2150
BANK OF AMERICA TOWER
INTERNATIONAL PLACE
100 SOUTHEAST 2ND STREET
MIAMI, FL 33131

November 9, 2001

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

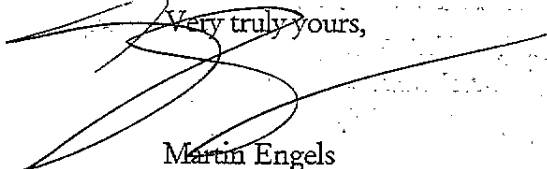
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*****35.00 *****35.00

Re: 930 Ocean, Inc.

Dear Sir/Madam:

Enclosed please find an original and one copy of an Amendment to the Articles of Incorporation for the above corporation and my check in the amount of \$35.00 as the filing fee. Please return proof of filing to the undersigned as soon as possible.

Thank you for your cooperation.

Very truly yours,

Martin Engels

cc: Sam and Jack Anidjar
30622_1.PSC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

T BROWN NOV 27 2001

H



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 16, 2001

MARTIN ENGELS, P.A.
100 SOUTHEAST 2ND STREET
SUITE 2150
MIAMI, FL 33131

SUBJECT: 930 OCEAN, INC.
Ref. Number: P01000106136

We have received your document for 930 OCEAN, 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 date of adoption of each amendment must be included in the document.

The amendment must be adopted in one of the following manners:

(1)If an amendment was approved by the shareholders, one of the following statements must be contained in the document.

(a)A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-

(b)If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

(2)If an amendment was adopted by the incorporators or board of directors without shareholder action.

(a)A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

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) 245-6869.

Teresa Brown
Corporate Specialist

Letter Number: 601A00061822

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MIAMI, FL 33131

November 20, 2001

Teresa Brown
Corporate Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: 930 Ocean, Inc. Ref.#PO1000106136.

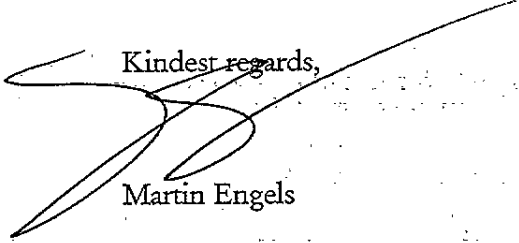
Dear Ms. Brown:

Per your letter to me of November 16, 2001, a copy of which is enclosed, I have modified the First Amendment to Articles of Incorporation of 930 Ocean, Inc. to show the following:

1. The date the amendment was adopted.
2. Clarifying the statement that the amendment was adopted by the sole incorporator and that no shareholder action was required.

Kindly cause this to be filed and return a copy to me at your earliest convenience. Thank you very much for your cooperation.

Kindest regards,


Martin Engels

Encl.
30827_1.PSC

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DIVISION OF CORPORATIONS

FIRST AMENDMENT TO ARTICLES OF INCORPORATION

930 OCEAN, INC.

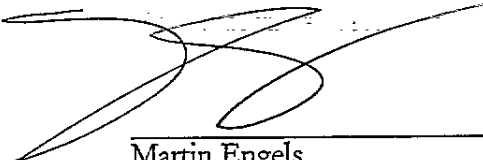
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned being the sole incorporator, subscriber and director of the Articles of Incorporation of 930 Ocean, Inc., no shares of the corporation having been issued, and, no shareholder action being required, hereby amends Article IV of the Articles of Incorporation by adding the following:

"The corporation shall have the authority to issue an additional 1,000 shares of common stock, par value \$1.00 per share, which shall be designated as 'Non-Voting Common Stock.' Said additional shares shall have the same rights as the other common shares, including the right to distribution and liquidation proceeds, except the holders of said shares shall not be entitled to vote said shares."

This amendment was adopted November 9, 2001.

IN WITNESS WHEREOF the undersigned hereunto executes this Amendment to Articles of Incorporation this 9th day of November, 2001.



Martin Engels
Incorporator, Subscriber and Director