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LAZARUS CORPORATE FILING SERVICE

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TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

FILED
2002 OCT -3 AM 11:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. **EXPORT SALES & JEWELRY CORP**
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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-10/03/02--01024-012
*****35.00 *****35.00

C. Coulliette OCT 03 2002

Examiner's Initials

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION**

EXPORT SALES ^{and} JEWELRY CORP

(Present name)

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

First: Amendment (s) adopted: (indicate article number (s) being amended, added or deleted).

Article V: This article is being amended by deleting one Director ;
Leonor Gregorio resident at 12218 SW 10 Street Miami, FL 33184
resigns as Director, President
This article is also amended by adding a new Director,
Ivon Ledon residing at 12218 SW 10 Street Miami, FL 33184
is elected President, Secretary

Article III: This article is being amended by assigning capital stock;
Leonor Gregorio assigns (100) shares of capital stock
or 100 % of their capital to Ivon Ledon

Ivon Ledon was elected President, Secretary and
Treasurer with (100 Shares) or 100 % of capital stock

Export Sales ^{and} Jewelry Corp
12218 SW 10 Street
Miami, Fl. 33184

Second: The date of each
amendment's adoption:
September 25, 2002

Third: Adoption of Amendment (s) (check one)

XXXXX The amendment (s) was/were adopted by the incorporators
without shareholder action and shareholder action was not
require.

(Continued)

(Continued)

The amendment (s) was/were adopted the board of directors without shareholder action and shareholder action was not require.

The amendments(s) was/were approved by the shareholders. The number of votes cast for the amendment (s) was 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)

Sign this 25th day of September 2002

By :

Leonor Gregorio
(Chairman or Vice Chairman of the Board of Directors,
President or other officer if adopted by the shareholders)

Leonor Gregorio

(Typed or print name)

Incorporator

Director

(Title)