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2002 MAR 27 AM 10:00
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known) 000005171110--3

-03/27/02 --01022--004

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

1. INCEL CORPORATION

(Corporation Name)

(Document #)

2. _____

(Corporation Name)

(Document #)

3. _____

(Corporation Name)

(Document #)

4. _____

(Corporation Name)

(Document #)

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

C. Coulliette MAR 27 2002

Examiner's Initials

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

FILED
 2002 MAR 27 AM 10:00
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

INCEL CORPORATION
 (PRESENT NAME)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit 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 # Directors

VIII	Board of Directors	Douglas F. Zambrano, 1141 SW 105 Ave. Miami, Florida 33174	DELETED.
X	Shares Holders	Douglas F. Zambrano, 1141 SW 105 Ave. Miami, Florida 33174	50 Shares, DELETED.
		Eduardo Prado, 10101 SW 8Th. Tr., Miami, Florida 33174	50 Shares, ADDED.
XI	OFFICERS	Douglas F. Zambrano, 1141 SW 105 Ave. Miami, Florida 33174	Vice-Presi- dent. DELETED.
		Eduardo Prado, 10101 SW 8Th. TR. Miami, Florida 33174	Vice-Presi- dent. ADDED.

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. **RECLASSIFICATION AND CANCELLATION OF ISSUED SHARES, AND RECLASSIFICATION AND CANCELLATION OF BOARD OF DIRECTORS & OFFICERS.**

THIRD: The date of each amendment's adoption: March 21, 2002.

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

☒ 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 for each voting group entitled to vote separately on each amendment(s) :

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
(voting group)

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

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

Signed this 21th day of March, 20 02.

Signature

(By the Chairman or Vice Chairman of the directors,
President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

EDUARDO PRADO.

Typed or printed name

PRESIDENT.

Title