

P020000067031

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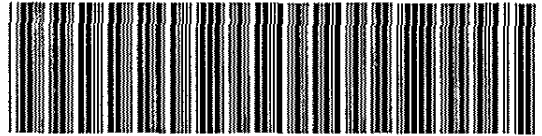
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07/13/05--01008--005 **43.75

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05 AUG -1 PM 4:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8/11/05
Amend
cf

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: AWC International, Inc.

DOCUMENT NUMBER: P02000067031

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Genilde E. Guerra.

(Name of Contact Person)

Law Offices of Kravitz & Guerra, P.A.

(Firm/ Company)

800 Brickell Avenue, Suite 701

(Address)

Miami, Florida 33131

(City/ State/ and Zip Code)

For further information concerning this matter, please call:

Genilde E. Guerra

(Name of Contact Person)

at (305) 539-0003

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☒ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

July 19, 2005

GENILDE E. GUERRA
LAW OFFICERS OF KRAVITZ & GUERRA, P.A.
800 BRICKELL AVENUE, SUITE 701
MIAMI, FL 33131

SUBJECT: AWC INTERNATIONAL, INC.
Ref. Number: P02000067031

We have received your document for AWC INTERNATIONAL, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

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
Document Specialist

Letter Number: 105A00047202

**LAW OFFICES OF
KRAVITZ & GUERRA, P.A.**

MAIN OFFICES: 800 BRICKELL AVENUE, SUITE 701 - MIAMI, FLORIDA 33131
TEL.: (305) 372-0222 - BROWARD: (954) 946-9003 - FAX: (305) 372-0400
michael@kravitzlaw.com - www.kravitzlaw.com

IMMIGRATION • INTERNATIONAL COMMERCIAL LAW • REAL ESTATE

July 29, 2005

ATTENTION: Ms. Susan Payne

Dear Susan:

Re: ARTICLES OF AMENDMENT - AWC INTERNATIONAL, INC.

Enclosed is another ARTICLES OF AMENDMENT, which is a bit different, having to do with a change of the Registered Agent. Please file these articles, and I greatly appreciate your assistance in this matter.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Michael D. Stewart', with a long horizontal flourish extending to the right.

Michael D. Stewart

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

AWC INTERNATIONAL, INC.

FILED
05 AUG - 1 PM 4:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, hereby for the purpose of amending the Articles of Incorporation of the corporation organized under the laws of the State of Florida, by and under the provisions of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Corporation for profit, incorporated on **June 18, 2002** under number **P02000067031** with the Secretary of State, amend the original Articles numbered **VIII** and **IX**, and Certificate of Registered Agent, as follows. All other Articles of Incorporation remain unaltered and in force.

ARTICLE VIII – Board of Directors

The number of directors of the corporation shall not be less than one. No less than a majority of the directors shall constitute a quorum for a meeting of directors. If a quorum is present, the affirmative vote of a majority of the directors present, or, if a director or directors have abstained from voting because of an interest in the matter to be voted upon, the affirmative vote of a majority of the directors present and voting, shall be the act of the Board of Directors. The name and post office address of the Board of Directors, who, subject to the provisions of the Certification of Incorporation, the By-Laws and the acts of legislature, shall hold office until his successor is elected and shall be duly qualified, is:

Hernan Angel.....Director/President
6039 Collins Avenue #614
Miami Beach, FL 33140

David Angel.....Director/ Vice President
Scalabrini Ortiz 3216 Piso 25
Capital Federal (1425)
ARGENTINA

Carolina Mandalaoui.....Director/ Secretary-Treasurer
6039 Collins Avenue #614
Miami Beach, FL 33140

Amendment adopted this June 9, 2005. The amendment was approved by the Board of Directors and by the Subscribers. The number of votes cast for the amendment was sufficient for approval.

ARTICLE IX – SHAREHOLDERS

The affirmative vote of a majority of the shareholders of this Corporation entitled to vote shall be required for the authorization of any action of the shareholders of this Corporation. The shareholders of this corporation are:

EDISE S.A510 Shares
Sarmiento 1190 – Piso 9 – Capital Federal
Buenos Aires, Argentina

Hernan Angel.....490 Shares
6039 Collins Avenue #614
Miami Beach, FL 33140

Amendment adopted this June 9, 2005. The amendment was approved by the Board of Directors and by the Subscribers. The number of votes cast for the amendment was sufficient for approval.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT / REGISTERED OFFICE


In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in accordance with said Act:

That **AWC INTERNATIONAL, INC.** is qualified to do business under the laws of the State of Florida, with its principal office at 169 E. Flagler St, Suite 903 – Miami, Florida 33131 and has appointed Hernan Angel at the same principal office address as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of

all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Hernan Angel
Registered Agent

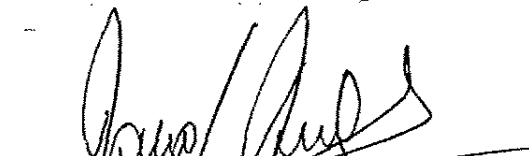
Majority of Shareholders

The amendment was approved by the Board of Directors and ~~by the Subscribers~~. The number of votes cast for the amendment was sufficient for approval.

The undersigned officers have executed this Amendment to the Articles of Incorporation this 10 day of JUNE, 2005.


Hernan Angel, Director-President

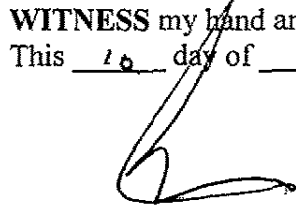
ANG ID # 1862441793


David Angel, Director-Vice President

ANG. ID # 107942202

I HEREBY CERTIFY that this day, before me, an officer duly authorized and acting, personally appeared, **Hernan Angel and David Angel**, who presented 1862441793 107942202 as identification and who executed the foregoing instrument, and acknowledged then and there before me that they executed said instrument for the purposes and reasons set out therein.

WITNESS my hand and official seal at DADE County, state of Florida,
This 10 day of JUNE, 2005


Notary Public, State of Florida
My commission expires:

