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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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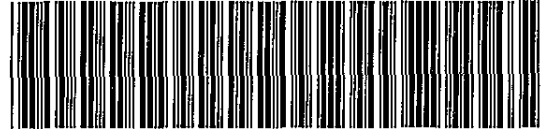
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DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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ITzhm Bachar
Requestor's Name
1400 NE Miami Gardens
Address
NMB, FL 33179
City State ZIP Phone

CORPORATION(S) NAME

L. M. Investment
Management,
Inc.

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|--|---|---|
| <input type="checkbox"/> Profit | <input checked="" type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | | |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| | | <input type="checkbox"/> Mail Out |

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

I.M. INVESTMENT MANAGEMENT, INC.

FILED
2003 MAR 27 PM 12:38
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

(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)*

Restate **ARTICLE I.** The name of the corporation is I.M. Investment Management, Inc.

Amend **ARTICLE VI** or any portions of any Amendment to the Articles of Incorporation **"Directors" and "Officers"** as follows:

Delete and Removal MOSHE GIT as a Director/President and replace and/or add the following Director/President:

| <u>Director or Officer</u> | <u>Post Office Address</u> | <u>Position</u> |
|----------------------------|---|------------------------------|
| Ilan Atun | 650 West Avenues, Suite 2307 Miami Beach, FL 33139 | Director/President/Secretary |

ARTICLE VII is hereby amended and the following paragraph is added:

"The names and post office address of each member of this Articles of Incorporation and a statement of the number of shares of stock which each mutually agrees to take, are as follows:

| <u>Name</u> | <u>Post Office Address</u> | <u>No. Of Shares</u> |
|-------------|---|----------------------|
| Ilan Atun | 650 West Avenues, Suite 2307 Miami Beach, FL 33139 | 500 |

The above named proposed officer has agreed to assume his respective positions and responsibilities, and has signed documents acknowledging acceptance of such appointment and resignation of the former director and officer. The acknowledging documents are attached hereto as Exhibits "A" and "B".

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:

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 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

X 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 day 03 of MARCH, 2003.

Signature _____

MOSHE GIT /Director (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

Signature _____

ILAN ATUN/ Director

EXHIBIT "A"

ACKNOWLEDGMENT

HAVING BEEN named as the new Director/President of I.M. INVESTMENT MANAGEMENT, INC., at their place of business, I HEREBY ACCEPT the appointment as Director/President and agree to act in this capacity. I furthermore agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation and my position as Director/President.

DATE: _____

3/10/03

ILAN ATUN, DIRECTOR

EXHIBIT "B"

ACKNOWLEDGMENT OF RESIGNATION

I, MOSHE GIT, acting as the former Director/President and Officer of I.M. INVESTMENT MANAGEMENT, INC., hereby give my resignation as Director and Officer of I.M. INVESTMENT MANAGEMENT, INC., and transfer such duties, responsibilities and interest to ILAN ATUN.

DATE: _____

3-10-03

MOSHE GIT