

PD2000072713

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(City/State/Zip/Phone #)

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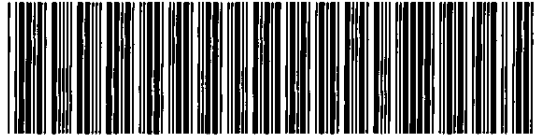
(Business Entity Name)

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07 NOV 26 PM 4: 09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Amend  
of  
12/6*

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** BELLAGIO EXCHANGE INTERNATIONAL, INC.

**DOCUMENT NUMBER:** P02000072713

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

Please return all correspondence concerning this matter to the following:

Joseph Shomar  
(Name of Contact Person)

SHOMAR ACCOUNTING, PA  
(Firm/ Company)

7777 NW 146TH ST  
(Address)

MIAMI LAKES, FL 33016  
(City/ State and Zip Code)

For further information concerning this matter, please call:

Joseph Shomar at ( 305 ) 825-1123  
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- |   |   |  |  |
|---|---|--|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input type="checkbox"/> \$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  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**Articles of Amendment  
to  
Articles of Incorporation  
of**

BELLAGIO EXCHANGE INTERNATIONAL, INC.

(Name of corporation as currently filed with the Florida Department of State)

P02000072713

(Document number of corporation (if known))

**FILED**  
**07 NOV 26 PM 4:09**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

**NEW CORPORATE NAME (if changing):**

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")  
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

**AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE)** Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

Article VII Has been amended as follows:

Please delete Kitty Lemoine from the articles of incorporation.

The new Member will be:

President: Ziad Bader 1221 Brickell Ave. suite 900 Miami, FI 33131

Treasurer: Ziad Bader 1221 Brickell Ave. suite 900 Miami, FI 33131

Secretary: Ziad Bader 1221 Brickell Ave. suite 900 Miami, FI 33131

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

(continued)

The date of each amendment(s) adoption: 11/20/07


Effective date if applicable: \_\_\_\_\_  
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

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

- 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.

Signature  Kitty Lemoine  
(By a director, ~~president~~ or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Kitty Lemoine  
(Typed or printed name of person signing)

President  
(Title of person signing)

**FILING FEE: \$35**