

PO 2000/25995

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H06000193696 3)))



H060001936963ABC7

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
 Division of Corporations
 Fax Number : (850)205-0380

From:
 Account Name : GUNSTER, YOAKLEY, ETAL. (WEST PALM BEACH)
 Account Number : 076117000420
 Phone : (561) 650-0728
 Fax Number : (561) 655-5677

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
06 AUG - 1 PM 2:45

RECEIVED
06 AUG - 1 AM 8:00
DIVISION OF CORPORATIONS

COR AMND/RESTATE/CORRECT OR O/D RESIGN

VECELLIO GROUP, INC.

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$43.75

Electronic Filing Menu

Corporate Filing Menu

Help

Amendment
08/01/06

H06000193696 3

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
VECELLIO GROUP, INC.
P02000125995

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: This Amendment completely amends and restates Article III of the Articles of Incorporation of Vecellio Group, Inc. as follows:

Article III Shares

The Corporation is authorized to issue two classes of stock to be designated respectively, "common stock" and "non-voting common stock." The total number of shares that the corporation is authorized to issue is One Million Five Hundred Thousand (1,500,000) of which (a) Three Hundred Thousand (300,000) shares shall be designated as common stock ("Common Stock") and (b) One Million Two Hundred Thousand (1,200,000) shares shall be designated as non-voting common stock ("Non-Voting Common Stock"). The Common Stock and Non-Voting Common Stock shall each have a par value of \$10 per share. The Common Stock and Non-Voting Common Stock shall be in all respects identical, except that the voting power for the election of directors and for all other purposes shall be vested exclusively in the holder of the Common Stock.

SECOND: The date of the amendment's adoption is May 28, 2006.

THIRD: The amendment was approved by the Shareholders. The number of votes cast for the amendment by the Shareholders was sufficient for approval.

[Remainder of page left intentionally blank.]

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
06 AUG - 1 PM 2:45

08/01/06 TUE 12:54 FAX 561 655 5677

GUNSTER YOAKLEY

003

H06000193696 3

Signed as of May 28, 2006.

VECELLIO GROUP, INC.

BY: Leo A. Vecellio, Jr.
Leo A. Vecellio, Jr., President