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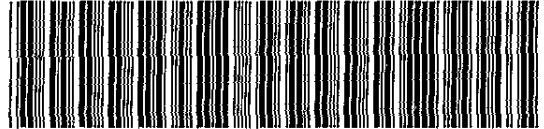
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATION

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. PATAGONES, INC.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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| NEW FILINGS              |                   |
|--------------------------|-------------------|
| <input type="checkbox"/> | Profit            |
| <input type="checkbox"/> | NonProfit         |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication     |
| <input type="checkbox"/> | Other             |

| 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            |                  |
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| <input type="checkbox"/> | Annual Report    |
| <input type="checkbox"/> | Fictitious Name  |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/<br>QUALIFICATION |                     |
|--------------------------------|---------------------|
| <input type="checkbox"/>       | Foreign             |
| <input type="checkbox"/>       | Limited Partnership |
| <input type="checkbox"/>       | Reinstatement       |
| <input type="checkbox"/>       | Trademark           |
| <input type="checkbox"/>       | Other               |

Examiner's Initials

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
PATAGONES, INC.**

**FILED**  
03 FEB -4 PM 12:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provision of section 607-1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

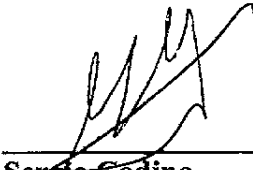
**FIRST:** Amendments adopted:  
**ARTICLE V:** The name and address of the new officers of this corporation is as follows:

|                            |                            |
|----------------------------|----------------------------|
| <b>Fabian Rizzo</b>        | <b>President</b>           |
| <b>905 Brickell Bay Dr</b> |                            |
| <b>Suite 1929</b>          |                            |
| <b>Miami, FL 33131</b>     |                            |
| <br>                       |                            |
| <b>Sergio Codino</b>       | <b>Vice-President</b>      |
| <b>905 Brickell Bay Dr</b> |                            |
| <b>Suite 1929</b>          |                            |
| <b>Miami, FL 33131</b>     |                            |
| <br>                       |                            |
| <b>Alejandro Barujel</b>   | <b>Secretary/Treasurer</b> |
| <b>905 Brickell Bay Dr</b> |                            |
| <b>Suite 1929</b>          |                            |
| <b>Miami, FL 33131</b>     |                            |

**SECOND:** The date of the amendment's adoption: **January 24<sup>th</sup>, 2003.**

**THIRD:** Adoption of Amendment:  
The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 24<sup>th</sup> day of **January, 2003.**

BY:   
\_\_\_\_\_  
**Sergio Codino**  
**Vice-President**

**Date: January 24<sup>th</sup>, 2003**