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STATE OF COM OWNERS

Amendment H3

MARIA FERNANDEZ - VALLE

ATTORNEY AT LAW
SQUARE ONE
SUITE 103
10570 N.W. 27TH STREET
MIAMI, FLORIDA 33172

RAUL FERNANDEZ-VALLE CARLOS A. TRIAY OF COUNSEL

TELEPHONE (305) 597-9977 FAX (305) 597-9737

April 28, 2003

Florida Department of State P.O. Box 6327 Tallahassee, Florida 32314

Re: Heavenly Investments of Hialeah Inc.

Letter No. 203A00024301 (attached)

Dear Sir:

Please find enclosed herewith Articles of Amendment to the Articles of Incorporation of Heavenly Investments of Hialeah Inc. Also enclosed is a check in the amount of, \$8.75 for a certified copy of the Amended Articles. The Department received the \$35.00 filing fees with the previous correspondence.

Thank you for your attention to this matter.

Yours truly,

Maria Fernandez Valle

MFV/mm

DIVISION OF CORPORATION.

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ARTICLES OF AMENDMENT TOARTICLES OF INCORPORATION

Investments of Hickory Inc.

(present name)

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(Document Number of Corporation (If known)

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:

Article III has been amended to read

The address and Name of Initial Director

be :

Eusebio Hernandez 2441 N.W 93rd Ave 4109 B Miami, Fla 33172

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: $4-15-03$.		
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		
	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 6 day of April 2003		
Signatur	(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		
	(By an incorporator if adopted by the incorporators)		
	Euse bio Hernander Typed or printed name		
	Director		

Title