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# Law Offices of Arturo Yero, P.A.

10271 Sunset Drive Suite 104, Second Floor Miami, Florida 33173-3024 Telephone (305) 595 9010 Telecopier (305) 595 9408 e-mail: ayerolaw@bellsouth.nct

October 30, 2003

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

Dear Sir or Madam

Enclosed are the articles of amendment to the articles of incorporation of INTRADATA, INC., filed with document number P03000033456. There is also a check in the amount of \$43.75 to pay for the amendment fee and a certified copy. Please send to subscriber the certified copy at the address above.

Respectfully

Arturo Yero, Esq.

US NOV 24 PH 1: 5: SLUKETARY OF STAIL TALLAHASSEE ET STAIL

FILED



### FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

November 17, 2003

ARTURO YERO, ESQ. 10271 SUNSET DRIVE SUITE 104 - SECOND FLOOR MIAMI, FL 33173-3024

SUBJECT: INTRADATA, INC. Ref. Number: P03000033456

We have received your document for INTRADATA, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6964.

Letter Number: 303A00062238

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# ARTICLES OF AMENDMENT to ARTICLES OF INCORPORATION OF INTRADATA, INC.



Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendments adopted:

### ARTICLE II deleted and a new article II added

### ARTICLE II: PURPOSE AND POWER CLAUSE

To engage in research and development, invest in, purchase, sale, import, export, license the use of, distribution, design, manufacture, or rental of any product, software, computer programs, apparatus, appliance, merchandise, and property of every kind and description, ideas, systems, procedures, and services of any nature, including, without limiting the generality of the foregoing, all types of products which possess and internal intelligence for recognizing and correlating any type of data or information to be processed, pattern interpretation, recognition of memory systems and equipment. To establish maintain and conduct training courses, and programs in connection with the purchase, sale, import, export, license, distribution, design, manufacture, or rental of the product, software, computer program, apparatus, appliances, and merchandise, and of articles required in the use thereof or used in connection therewith.

To advertise, promote, merchandise, and otherwise purvey the services authorized therein, to negotiate and contract with respect to furnishing of the same for or on behalf of the corporation. To engage in consultant and advisory work in connection with the products and services offered by the Corporation.

To employ, hire, and appoint corporations, firms and individuals in any and all parts of the world to act as agents for this Corporation in such capacity and on such conditions as may be determined from time to time by the Shareholders.

Intrada, Inc. Articles of Amendment to Articles of Incorporation

To engage in any lawful act or activity for which corporations may be organized under the Business entities law of Florida

The foregoing clauses shall be construed as and shall be powers as well as purposes, and all matters expressed in each clause shall, unless otherwise herein expressly provided, be in no wise limited by reference to or inference from the terms of any other clause but shall be regarded as independent powers and purposes; and the enumeration of specific powers and purposes shall not be construed to limit or restrict in any manner the meaning of general terms of the general powers of this Corporation, nor shall the expression of one thing be deemed to exclude another not expressed, although it be of like nature. This Corporation shall be authorized to exercise and enjoy all other powers, rights and privileges granted by the Business Corporation Act of this State to corporations organized thereunder, and amendatory of or supplemental to that statute, and the enumeration of certain powers as herein specified do is not intended as exclusive of or as a waiver of any of the powers, rights or privileges granted or conferred by that statute now or hereafter in force; provided however that nothing herein contained shall be deemed to authorize or permit this Corporation to carry on any business, to exercise any power, or to do any act which a corporation formed under that statute may not at the time lawfully carry or do.

ARTICLE III deleted and a new article III added

ARTICLE III: AUTHORIZED SHARES

The Corporation is to be authorized to issue only one class of stock. The total number of shares of stock which the corporation shall have authority to have issue is 500,000 shares, and the par value of each of such shares is, one cent (\$0.01)

ARTICLE IV deleted and a new article IV added

### ARTICLE IV: CORPORATE EXISTENCE

This Corporation is to exist perpetually

### ARTICLE V deleted and a new article V is added

### ARTICLE V: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

261 North East 1<sup>st</sup> Street Miami, Florida 33131-2515

## ARTICLE VI deleted and a new article VI is added added

### ARTICLE VI: BOARD OF DIRECTORS

The number of directors constituting the board of directors shall be three (3) and the name and postal address of the directors are:

Name:

Jose A. Martins

Address:

16500 Collins Avenue, Apt. 1651,

Sunny Isles, Florida. 33160

Name:

Jorge Lezcano

Address:

10429 South West, 80 Street

Miami, Florida 33055

Name:

Tomas Concha

Address:

10171 South West 154Circle

Court, Unit 107, Miami, Florida

33196

ARTICLE VIII deleted and a new article VIII is added

### ARTICLE VIII: SUBSCRIBER

The name and address of the subscriber is:

Name: Francisco J. Fernandez

Address: 2121 Ponce de Leon Boulevard

Suite 240, Coral Gables, Florida.

33134

### ARTICLE IX deleted and a new article IX is added

### ARTICLE IX: PREEMPTIVE RIGHTS

The shareholders of the common stock of this corporation shall be vested with preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, those shares of the common stock of this corporation which may be issued from time to time for money, property or past services. The preemptive right of any shareholder is determined by the ratio of authorized and issued shares of common stock held by the holder, and all shares of common stock currently authorized and issued.

### ARTICLE X deleted and a new article X is added

### ARTICLE X: ALIENATION OF SHARES

Any shareholder desiring to sell, pledge, give or otherwise dispose of her shares, must first, offer, in writing, the shares to be alienated, to the other shareholders of the Corporation in proportion to their existing holdings. Such offer shall be at the same price and on the same terms as may be available to parties other than the shareholders of the Corporation. The offerees shall have forty-five (45) days to acquire said shares. Shares that are not so acquired by any one shareholder, shall be made available to the other shareholders. Sahres that are not then acquired by any shareholder, may be

Intrada, Inc. Articles of Amendment to Articles of Incorporation

otherwise alienated at the price and terms originally contemplated.

ARTICLE XI deleted and a new article XI is added

ARTICLE XI: REGISTERED AGENT

This Corporation shall designate Gabriel Prats with offices located at 2121 Ponce de Leon Boulevard, Suite 240, Coral Gables, Florida 33134, as its duly authorized registered agent to be in charge of the Corporate Registered Office as required by state law

ARTICLE XII is deleted and no new article is added ARTICLE XIII is deleted and no new article is added ARTICLE XIV is deleted and no new article is added

SECOND: The date of each amendment's adoption is

THIRD: Adoption of Amendment:

The Amendment was approved by the incorporators without shareholder action and shareholder action was not required.

Signed this \_\_\_\_\_day of

Jose A Martins

Print Name

Incorporator

Title