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To:

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: EMPIRE CORPORATE KIT COMPANY

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BASIC AMENDMENT

MS MASTER DISTRIBUTORS, CORP.

| Certificate of Status | O |
|-----------------------|---------|
| Certified Copy | 0 |
| Page Count | 04 |
| Estimated Charge | \$35.00 |

10/4-30-2003

June 27, 2003

MS MASTER DISTRIBUTORS, CORP. 10858 N.W. 27TH STREET MIAMI, FL 33172

SUBJECT: MS MASTER DISTRIBUTORS, CORP.
REF: P03000053697

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

PLEASE BE SPECIFIC AS TO WHAT IS BEING AMENDED. WHAT ADDRESS IS BEING CHANGED? WHAT ADDRESS IS THE REGISTERED OFFICE? WHAT POSITIONS WILL BE HELD BY ANN MARIE PITTMAN?

THE DATE OF ADOPTION IN PART THIRD MUST BE ON OR BEFORE THE DATE OF SIGNING.

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Karen Gibson Document Specialist FAX Aud. #: H03000221600 Letter Number: 703A00039170





ARTICLES OF AMENDMENT

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ARTICLES OF INCORPORATION

OF

MS MASTER DISTRIBUTORS, CORP.

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

FIRST:

Amendment(3) adopted: (indicate article number(s) being amended,

added or deleted)

FIRST: 10858 N W 27 STREET MIAMI, FL 33172

DELETED

FIRST: 4418 MAHOGANY RIDGE DR. WESTON, FL 33331

ADDED

EIGHTH: MERLENY MEDEROS (registered agent, Director, Aesobl) DELETED

EIGHTH: ANN MARIE PITMAN 4418 MAHOGANY RIDGE DR

WESTON, FL 33331

ADDED

SECRETARY OF STATE TALLAHASSEE, FLORIDA

SECOND: 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:

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| THIRD: The date of each amendment's adoption: |
|---|
| FOURTH: Adoption of Amendinent(s) (checkone) |
| 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 wiing 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 sincularient(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 24 day of June ,# 2003. |
| Signature (By the Chairman of 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) |
| Marlony Eulcoob |
| Typed or printed name |
| President/Incorporator |
| Tide |

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CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

MS MASTER DISTRIBUTORS, INC.
(Name of Corporation)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

REGISTERED AGENT

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