

P03000100410

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BASIC AMENDMENT

ITALIAN HOLDINGS, CORPORATION

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

October 6, 2003

ITALIAN HOLDINGS, CORPORATION
7001 SW 87 COURT
MIAMI, FL 33173

SUBJECT: ITALIAN HOLDINGS, CORPORATION
REF: P03000100410

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.

The date of adoption of the amendment can not be after the date of signing.

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Teresa Brown
Document Specialist

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

Italian Holdings,

Corporation

(present name)

PO3000100410

(Document Number of Corporation (if known))

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TALLAHASSEE, FLORIDA

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: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

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: 10-2-2003

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 _____"
(voting group)

- ☐ 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 2 day of October, 2003

Signature


(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)

Frank Perez-Siam
(Typed or printed name)

Incorporator
(Title)

AMENDED
ARTICLES OF INCORPORATION
OF
ITALIAN HOLDINGS, CORPORATION

ARTICLE I. NAME

The name of the corporation is **ITALIAN HOLDINGS, CORPORATION**

ARTICLE II. DURATION AND COMMENCEMENT OF EXISTENCE

The corporation is to have perpetual existence, commencing at the filing of these articles with the Department of State.

ARTICLE III. PURPOSE

The corporation is organized for the purpose of engaging in the business of any legal purpose or in any other business allowed by law.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares of stock which the corporation shall have authority to issue is five hundred (500) shares of common stock at a par value of one dollar (\$1.00) per share.

Shares of stock may be disposed of by the corporation for such consideration, having a value of not less than par value of the shares issued therefore, as is determined from time to time by vote of the majority of the outstanding stock.

Treasury shares may be disposed of by the corporation for such consideration as may be determined from time to time by vote of the majority of the outstanding stock.

The consideration for the issuance of shares or for the disposal of treasury shares may be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation. Shares may not be issued until the full amount of consideration for which shares are to be issued shall have been received by the corporation; such shares shall be deemed fully paid and non assessable.

The stock in the corporation shall be issued pursuant to the provisions of Section 1244 of the Internal Revenue Service.

ARTICLE V. REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation in the State of Florida and the initial registered agent of this corporation at such address is: Frank Perez-Siam, Esquire :7001 SW 87 Court Miami, Florida 33173.

Having been named as registered agent on whom process may be served for the above-stated corporation, at the place designated herein, I hereby accept said appointment as registered agent.


Frank Perez-Siam
Registered Agent

ARTICLE VI. INCORPORATION

The name and address of the person signing these articles is: Frank Perez-Siam, Esquire

ARTICLE VII. PRINCIPAL OFFICE

The principal office of the corporation shall be located at: 7001 SW 87 Court Miami, FL 33173.

ARTICLE VIII. MANAGEMENT OF THE CORPORATION BY BOARD OF DIRECTORS

All corporate powers shall be exercised or under the authority of, and the business and affairs of this corporation shall be managed under the direction of a Board of Directors.

ARTICLE IX. BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X. INITIAL BOARD OF DIRECTORS

This corporation shall have 1 director(s) initially. The number of directors may be either increased or diminished from time to time by the by-laws. The name(s) and address(es) of the initial director of this corporation is:

-President/Antonio Nazarro 7001 SW 87th Court Miami, Florida 33173

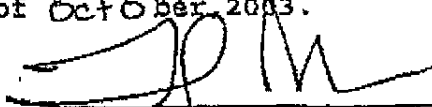
-Vice-President/ Antonio Serino 7001 SW 87th Court Miami, Florida 33173.

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ARTICLE XI. **AMENDMENT**

The corporation reserves the right to amend, alter, change or repeal any or all of the provisions contained in these Articles of Incorporation, in the manner now or hereafter prescribed by Statute, and all rights conferred upon by Shareholders herein granted herein subject to this reservation.

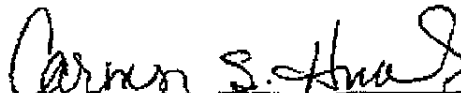
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation at Miami, Dade County, Florida, for the uses and purposes aforesaid, this 2nd day of October, 2003.



Frank Perez-Siam
Incorporator

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

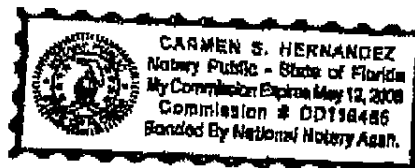
The foregoing instrument was acknowledged before me this 25th day of Sept., 2003, by



NOTARY PUBLIC - State of Florida

Personally known ☒ OR Produced Identification ☐
Type of Identification Produced _____

Prepared By: Frank Perez-Siam, Esq.
7001 SW 87 Court
Miami, FL 33173



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