

P08000087054

Florida Department of State
Division of Corporations
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To:
Division of Corporations
Fax Number : (850) 617-6380

From:
Account Name : USA TAX CORPORATION
Account Number : I20060000112
Phone : (954) 788-1818
Fax Number : (954) 788-6765

09 OCT -2 PM 2:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COR AMND/RESTATE/CORRECT OR O/D RESIGN

ELEMENTS FURNITURE CORP.

Certificate of Status	0
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TALLAHASSEE, FLORIDA

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From: APEX USA

3057043505

10/02/2008 23:25

#177 P.003

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: ELEMENTS FURNITURE CORP.

DOCUMENT NUMBER: P08000087054

The enclosed *Articles of Amendment* and fee are submitted for filing.
Please return all correspondence concerning this matter to the following:

MARCO REIS

Name of Contact Person

USA TAX CORPORATION

Firm/ Company

591 E. SAMPLE ROAD

Address

POMPANO BEACH, FL 33064

City/ State and Zip Code

USATAX@USATAXONLINE.COM

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

MARCO REIS

Name of Contact Person

at (954) 788-1818

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

\$35 Filing Fee

\$43.75 Filing Fee &
Certificate of Status

\$43.75 Filing Fee &
Certified Copy
(Additional copy is enclosed)

\$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is enclosed)

Mailin Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

From: APEX USA

3057043605

10/02/2009 23:25

#177 P.002

Articles of Amendment
to
Articles of Incorporation
of

ELEMENTS FURNITURE CORP.

(Name of Corporation as currently filed with the Florida Dept. of State)

PO#000087054

(Document Number of Corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

_____ The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co.". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."

B. Enter new principal office address, if applicable:

(Principal office address **MUST BE A STREET ADDRESS**)

C. Enter new mailing address, if applicable:

(Mailing address, **MAY BE A POST OFFICE BOX**)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of the New Registered Agent:

New Registered Office Address:

(Florida street address)

(City)

_____, Florida
(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

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10/02/2009 23:25

#177 P.004

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:
(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
MGR	DOUGLAS DAMIANI	2315 NW 107 AVENUE # 1-A16 BOX 133 DORAL, FL 33172	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

ARTICLE XII - THE INITIAL BOARD OF DIRECTORS OF INCORPORATION:

PLEASE, CHANGE THE ADDRESS OF:

JULIO NEGRI, VICE-PRESIDENT, TO: 591 E. SAMPLE RD # 84, POMPANO BEACH, FL 33064

F. 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:
(if not applicable, indicate N/A)

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10/02/2009 23:28

8177 P.005

The date of each amendment(s) adoption: 10/01/2009
(date of adoption is required)

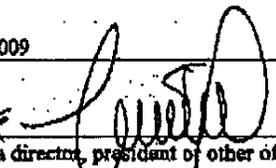
Effective date if applicable: 10/01/2009
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders 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.

Dated 10/01/2009

Signature 

(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

JOHN URIBE

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)

From: APEX USA

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10/02/2009 23:24

#177 P.001

<p>MINUTES OF ORGANIZATIONAL MEETINGS OF</p> <p>ELEMENTS FURNITURE CORP.</p>

The organizational meeting of ELEMENTS FURNITURE CORP, a Corporation organized under the laws of the State of Florida, was held by the initial Board of Presidents on October 1st, 2009.

The following Presidents were present at the meeting: JOHN URIBE and JULIO NEGRI.

The Secretary presented a form of stock certificate for use by the Corporation. After discussion and upon motion duly made, and unanimously adopted, it was RESOLVED, that the form of certificate presented at the meeting be and is approved as the form of stock certificate to be used by the Corporation in the issuance of its common stock. It was further RESOLVED that the Corporation shall not issue uncertified shares of its common stock.

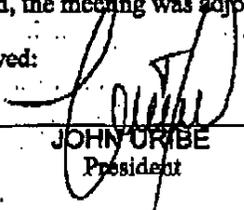
Upon motion duly made and unanimously adopted, it was RESOLVED that the common stock of the Corporation be issued to the following persons, in the following amounts, for the following consideration, the value of which was determined by the Board of Presidents to be the value shown below:

Name	Address	Shares
JOHN URIBE	10181 NW 58 TH STREET #1 DORAL, FL 33178	500
JULIO NEGRI	2315 NW 107 AVE #1-A16 BOX 133	500

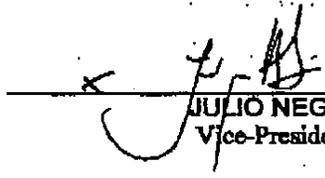
Upon motion duly made and unanimously adopted, it was RESOLVED that the Corporation ratify and adopt all previous resolutions, actions, and proceedings of the incorporators of the Corporation made and entered into, for, or on behalf of the Corporation, including the filing of the Articles of Incorporation of the Corporation.

There being no further business to come before the meeting, upon motion duly made and unanimously adopted, the meeting was adjourned.

Approved:



 JOHN URIBE
 President



 JULIO NEGRI
 Vice-President

