



THE UNITED STATES
CORPORATION
COMPANY

P93000012127

ACCOUNT NO. : 072100000032

REFERENCE : 652463 4329479

AUTHORIZATION

Patricia Pizito

COST LIMIT : \$ 87.50

ORDER DATE : December 30, 1997

ORDER TIME : 10:37 AM

ORDER NO. : 652463-005

300002385963--7

CUSTOMER NO: 4329479

CUSTOMER: Karen Didea, Legal Asst
Baker & Hostetler
200 South Orange Avenue
Suntrust Center Suite 2300
Orlando, FL 32802-0112

DOMESTIC AMENDMENT FILING

NAME: IMPORTS UNLIMITED, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

FILED
97 DEC 30 PM 2:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 DEC 30 AM 11:22
TALLAHASSEE, FLORIDA
[Handwritten initials]



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

98 JAN -2 AM 10:46

DIVISION OF CORPORATION

December 31, 1997

CSC
DANIEL LEGGETT
TALLAHASSEE, FL

SUBJECT: IMPORTS UNLIMITED, INC.
Ref. Number: P93000012127

RESUBMIT

Please give original
submission date as file date.

We have received your document for IMPORTS UNLIMITED, INC. and the authorization to debit your account in the amount of \$87.50. However, the document has not been filed and is being returned for the following:

The registered agent must sign accepting the designation.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

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) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 497A00060952

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF IMPORTS UNLIMITED, INC.

FILED
97 DEC 30 PM 2:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the requirements of Section 607.1006, Florida Statutes, the undersigned does here make, swear to, adopt and file these Articles of Amendment to the Articles of Incorporation of Imports Unlimited, Inc. (the "Corporation"), which corporation was incorporated under the laws of the State of Florida on February 11, 1993 under Charter Number P93000012127.

1. Prior to the filing of these Articles of Amendment, the Corporation does not have a Board of Directors.

2. The sole shareholder of the Corporation has proposed to increase the number of authorized shares of common stock of the Corporation, and the shareholder has voted and approved such amendment. Therefore, Article III of the Corporation's Articles of Incorporation shall be deleted in its entirety and the following inserted in its place:

"Article III - Capital Stock The total number of shares of capital stock which the Corporation has the authority to issue is one hundred thousand (100,000) shares of common stock at \$0.01 par value per share."

3. The sole shareholder of the Corporation has proposed to change the mailing address of the Corporation and the shareholder has voted and approved such amendment. Therefore, Article VI of the Corporation's Articles of Incorporation shall be deleted in its entirety and the following inserted in its place:

"Article VI - Address. The address of this Corporation in the State of Florida shall be:
c/o Baker & Hostetler
200 S. Orange Ave.; Suite 2300
Orlando, Florida 32801"

4. The sole shareholder of the Corporation has proposed to institute a Board of Directors to govern the activities of the Corporation, and the shareholder has voted and approved such amendment. Therefore, Articles VII of the Corporation's Articles of Incorporation shall be deleted in its entirety and the following inserted in its place:

"Article VII - Directors.

Section 1. The number of directors of the Corporation shall be three (3), which number

may be increased or decreased from time to time by the vote of a majority of the shareholders.

Section 2. Members of the Board of Directors shall be elected and hold office in accordance with the bylaws.

Section 3. The names and addresses of the initial director who is to serve as one of the three directors until the next annual meeting of the Corporation is:

James H. Burnette, Jr.
1300 N.W. 78th Avenue
Miami, Florida 33126

5. The sole shareholder of the Corporation proposes to change the registered agent of the Corporation, and the shareholder has voted and approved such amendment. Therefore, Article XII of the Corporation's Articles of Incorporation shall be deleted in its entirety and the following inserted in its place:

"Articles XII - Registered Agent and Office.
The registered agent for the Corporation shall be A.G.C. Co. and the address of the registered office shall be 200 S. Orange Avenue, Suite 2300, Orlando, Florida 32801."

6. The sole shareholder of the Corporation proposes to redefine the method of amendment to the Corporation's Articles of Incorporation, and the shareholder has voted and approved such amendment. Therefore, Article XIII of the Corporation's Articles of Incorporation shall be deleted in its entirety and the following inserted in its place:

"Article XIII -Amendment.

Section 1. These Articles of Incorporation may be amended at a special meeting of the shareholders called for that purpose, by a majority vote of the shareholders of the Corporation.

Section 2. Amendments may also be made at a regular meeting of the shareholders upon notice given, as provided by the bylaws, of intention to submit such amendments."

7. All other provisions of the Corporation's Articles of Incorporation shall remain in full force and effect, unaltered except as expressly provided above.

8. The foregoing amendments to the Corporation's Articles of Incorporation were unanimously adopted by the sole shareholder of the Corporation on 23rd day of December, 1997, and the number of votes cast for the amendment were sufficient for approval.

Dated this 23rd day of December, 1997

IMPORTS UNLIMITED, INC.

By: [Signature]
James H. Burnette, Jr., President

[CORPORATE SEAL]

STATE OF FLORIDA)
) SS.
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this 23rd day of December, 1997, by James H. Burnette, Jr., as President of Imports Unlimited, Inc., a Florida corporation, on behalf of the corporation. He/she is personally known and he acknowledged before me that he executed the foregoing Articles of Amendment to Articles of Incorporation, under oath, for the purpose therein set forth with full authority in the premises.

[Signature]
(Notary Signature)

(NOTARY SEAL)

Karen E. DiDea
(Notary Name Printed)
NOTARY PUBLIC
Commission No. _____

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10/16/97.msr



Karen E DiDea
MY COMMISSION # CC677030 EXPIRES
September 16, 2000
BONDED THRU TROY FAIN INSURANCE, INC.

REGISTERED AGENT CERTIFICATE

In pursuance of the Florida Business Corporation Act, the following is submitted, in compliance with said statute:

That IMPORTS UNLIMITED, INC., has named A.G.C. Co., located at said registered office, as its registered agent to accept service of process and perform such other duties as are required in the State, in accordance with the Articles of Amendment to Articles of Incorporation for the corporation.

ACKNOWLEDGMENT:

Having been named to accept service of process and serve as registered agent for the above-stated Corporation, at the place designated in this Certificate, the undersigned, by and through its duly elected officer, hereby accepts to act in this capacity, and agrees to comply with the provision of said statute relative in keeping open said office, and further states that it is familiar with §607.0501, Florida Statutes.

A.G.C. Co.

By: 

Vice President

DATED: 12/31/97