P9500000-2907

OFFICE USE ONLY (Document #) LAZARUS CORPORATE FILING SERVICE, INC. (Requestor's Name) 3320 S.W. 87th AVENUE (Address) MIAMI, FLORIDA (305)552-5973 200002983692--9 -09/10/99--01044--011 (City, State, Zip) (Phone #) LOCAL REPRESENTATIVE TALLAHASSEE *****35.00 *****35.00 OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): IAL INC. (Document #) (Document #) (Corporation Name) (Document #) Pick up time Walk in Certified Copy Certificate of Status Mail out Will wait Photocopy NEW FILINGS AMENDMENTS Amendment Profit Resignation of R.A., Officer/Director NonProfit C. COULLIETTE SEP 1 3 1999 Limited Liability Change of Registered Agent Dissolution/Withdrawal Domestication Merger Other REGISTRATION/ OTHER FILNGS QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Other Examiner's Initials

CR2E031(9/92)



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

September 10, 1999

LAZARUS

TALLAHASSEE, FL

SUBJECT: MC. GRAWN INTERNATIONAL INC.

Ref. Number: P95000002907

We have received your document for MC. GRAWN INTERNATIONAL INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

We need the manner of adoption. Please check one of the blocks to indicate how the amendment was adopted and return for filing.

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) 487-6903.

Cheryl Coulliette Document Specialist

Letter Number: 199A00044815

ARTICLES OF AMENDMENT

10

ARTICLES OF INCORPORATION

OF

MC. GRAWN INTERNATIONAL INC.

(prosent name)

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

NEW PRESIDENT & SOLE DIRECTOR

EUSEDIO PENALUER

149 S.W STTH AUE

MIAMI- FI. 33144

MIAMI- FI. 33144

NEW AGENT REG.

EUSEBIO PENALVER

149 S.W STTH AVE.

MIAMI. FI. 33144

99 SEP 10 PH 4: 29
SECRETAR OF STATE
TALLAHASSEE FI DOMA.

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:

THIRD: T	he date of each amendment's adoption: $08/29/9$.
FOURTH: Adoption of Amendment(s) (CHECK ONE)	
회	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
	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 <u>06</u> day of <u>26</u> , 19 <u>99</u> .	
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)	
	Or E M//En Typed or printed name
	PRESIDE NO

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida statutes, the Undersigned Corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

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MC. GRAWN INTERNATIONAL INC.

2. The name and address of the registered agent and office is:

EUSEDIO PENALVER 149 S.W STTH AVE. MIAMI FI 33144

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 RELATED TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

DATE: 08/26/9