

LAW OFFICES OF ZAEDY R. POZO

GABLES INTERNATIONAL PLAZA
2655 LEJEUNE ROAD
PENTHOUSE I-D
CORAL GABLES, FL 33134

P95000029408

May 8, 1998

Secretary of State
Amendment Department
P.O. Box 6327
Tallahassee, FL 32314

Re: Pernetti Antiques, Inc.

500002518735--7
-05/11/98--01088--011
*****35.00 *****35.00

Dear Sir/Madam:

Enclosed please find the Articles of Amendment for the above referenced corporation, along with a check in the amount of \$35.00 for the amendment fees.

Should you have any questions, feel free to contact me.

Sincerely,


Grace Gil
Legal Assistant

GG/dm
Enc.

EFFECTIVE DATE
5-20-98

FILED
98 MAY 11 AM 11:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N/c Amend

De 4/12



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 15, 1998

GRACE GIL
LAW OFFICES OF ZAEDY R. POZO
2655 LEJEUNE ROAD, PENTHOUSE I-D
CORAL GABLES, FL 33134

SUBJECT: PERNETTI ANTIQUES, INC.
Ref. Number: 500002518735

We have received your document for PERNETTI ANTIQUES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We can find no record of the entity named in your document. A computer printout of a similarly named entity is enclosed for your review. If this is the right name, please correct your document and return it for filing.

The date of adoption of each amendment must be included in the document.

The amendment must be adopted in one of the following manners:

(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.

(a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-

(b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

(2) If an amendment was adopted by the incorporators or board of directors without shareholder action.

(a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

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) 487-6908.

Teresa Brown

RECEIVED
98 JUN -4 AM 11:53
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

June 5, 1998

GRACE GIL
LAW OFFICES OF ZAEDY R. POZO
2655 LEJEUNE ROAD, PENTHOUSE I-D
CORAL GABLES, FL 33134

SUBJECT: PERNETTI, INC.
Ref. Number: P95000029408

RECEIVED
98 JUN 11 AM 9:09
DIVISION OF CORPORATIONS

We have received your document for PERNETTI, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date of adoption of each amendment must be included in the document.

If an amendment was approved by the shareholders, the date of adoption of the amendment and one of the following statements must be contained in the document:

(1) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval.

(2) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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) 487-6908.

Teresa Brown
Corporate Specialist

Letter Number: 898A00031815

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PERNETTI, INC.

FILED
98 MAY 11 AM 11:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I.

AMENDMENT(S) ADOPTED

EFFECTIVE DATE

5-20-98

The name of the corporation will be changed to FIORELLI ANTIQUES, INC.

ARTICLE II.

DATE OF AMENDMENT(S) ADOPTION

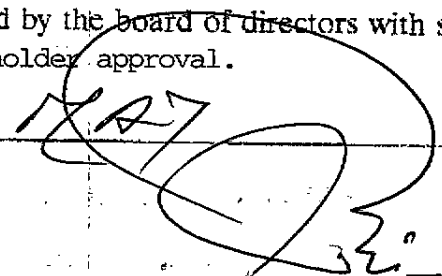
The adoption of the amendment to change the name of the corporation shall be effective as of May 20, 1998.

ARTICLE III.

ADOPTION OF AMENDMENTS

The amendment was adopted by the board of directors with shareholder action, on May 19, 1998, with 100% shareholder approval.

Signed this 20 day of MAY, 1998.


Name: TELESFORO PERNETTI
Title: Director, Chairman